FORM ADV

UNIFORM APPLICATION FOR INVESTMENT ADVISER REGISTRATION AND REPORT BY EXEMPT REPORTING ADVISERS

Prin	nary Business Name: SA	PPHIRE VENTURES, LLC		CRD Number: 161558
Ann	ual Amendment - All Sec	tions		Rev. 10/202
3/3	0/2023 7:35:58 PM			
WA	·	•	•	ial of your application, revocation of your registration, or criminal See Form ADV General Instruction 4.
Iter	n 1 Identifying Informati	on		
	•		•	contact you. If you are filing an <i>umbrella registration</i> , the ovides information to assist you with filing an <i>umbrella registration</i> .
A.	Your full legal name (if y SAPPHIRE VENTURES,		ır last, first, and middle names):	
B.	(1) Name under which your SAPPHIRE VENTURES,	•	visory business, if different from Ite	em 1.A.
	List on Section 1.B. of Sc	hedule D any additional name	es under which you conduct your adv	visory business.
	(2) If you are using this	Form ADV to register more	than one investment adviser under	an umbrella registration, check this box \square
	If you check this box, cor	nplete a Schedule R for each i	relying adviser.	
C.	name change is of	a change in your legal name your primary business name		me (Item 1.B.(1)), enter the new name and specify whether the
D.	(2) If you report to the S	SEC as an <i>exempt reporting a</i>	ent adviser, your SEC file number: adviser, your SEC file number: pers assigned by the SEC ("CIK Nur	
	CIK Number			
	1697665			
E.				ne IARD system, your <i>CRD</i> number: 161558
	II your IIIII does not nav	e a CRD number, skip tnis He	m T.E. Do not provide the CRD hum.	ber of one of your officers, employees, or affiliates.
	(2) If you have additiona	al <i>CRD</i> Numbers, your addition	onal <i>CRD</i> numbers:	
	(=, ,		No Information Filed	
F.	Principal Office and Place	of Business		
	(1) Address (do not use			
	Number and Street		Number and Street 2:	
	801 W. 5TH ST.		STE 100	
	City: AUSTIN	State: Texas	Country: United States	ZIP+4/Postal Code: 78703
		private residence, check this		
	you are applying for which you are applyi	registration, or are registereding for registration or with who to the SEC as an exempt repo	d, with one or more state securities a om you are registered. If you are app	of business, at which you conduct investment advisory business. If authorities, you must list all of your offices in the state or states to plying for SEC registration, if you are registered only with the SEC, or five offices in terms of numbers of employees as of the end of your
	(2) Days of week that y • Monday - Friday	•	ss at your <i>principal office and place</i> (of business:
	Normal business ho 08:30 - 17:30			
	(3) Telephone number a	at this location:		

(5) What is the total number of offices, other than your principal office and place of business, at which you conduct investment advisory business as of

650-382-1110

(4) Facsimile number at this location, if any:

	3					
G.	Mailing address, if differen	t from your <i>principal office a</i>	and place of business address:			
	Number and Street 1:		Number and Street 2			
	City:	State:	Country:	ZIP+4/Postal Code:		
	If this address is a private	e residence, check this box:				
Н.	If you are a sole proprieto	r, state your full residence	address, if different from your <i>pri</i>	ncipal office and place of business address in Item 1.F.:		
	Number and Street 1:		Number and Street 2	:		
	City:	State:	Country:	ZIP+4/Postal Code:		
			-		Yes	s No
I.	Do you have one or more v LinkedIn)?	websites or accounts on pu	blicly available social media platfo	rms (including, but not limited to, Twitter, Facebook ar	nd 👩	0
	If a website address serves addresses for all of the othe available social media platfo	as a portal through which to er information. You may nee	o access other information you have d to list more than one portal addre fol the content. Do not provide the i	publicly available social media platforms on Section 1.1. of e published on the web, you may list the portal without li ess. Do not provide the addresses of websites or accounts Individual electronic mail (e-mail) addresses of employees	sting on publ	
J.	Chief Compliance Officer					
J.	(1) Provide the name and	•	Chief Compliance Officer. If you a ave one. If not, you must complet	re an <i>exempt reporting adviser</i> , you must provide the coellitem 1.K. below.	ontact	
	Name:		Other titles, if any:			
	Telephone number:		Facsimile number, if a	any:		
	Number and Street 1:		Number and Street 2	:		
	City:	State:	Country:	ZIP+4/Postal Code:		
	Electronic mail (e-mail) ac	ddress, if Chief Compliance	Officer has one:			
		npany Act of 1940 that you mber (if any):		nan you, a <i>related person</i> or an investment company rence officer services to you, provide the <i>person's</i> name a	_	
K.		tact Person: If a person oth may provide that information		icer is authorized to receive information and respond to	o questi	ons
	Name:		Titles:			
	Telephone number:		Facsimile number, if a	ny:		
	Number and Street 1:		Number and Street 2			
	City:	State:	Country:	ZIP+4/Postal Code:		
	Electronic mail (e-mail) ad	ddress, if contact person ha	s one:			s No
L.	•	all of the books and records ur <i>principal office and place</i> o		Section 204 of the Advisers Act, or similar state law,	©	0
	If "yes," complete Section 1	l.L. of Schedule D.				
M.	Are you registered with a	foreign financial regulatory a	authority?		Yes	s No ⊙
	•	registered with a foreign fina s," complete Section 1.M. of		you have an affiliate that is registered with a foreign finan	cial	
					Yes	s No
N.	Are you a public reporting	company under Sections 12	2 or 15(d) of the Securities Excha	nge Act of 1934?	0	•
						s No
Ο.	•	mate amount of your asset	day of your most recent fiscal yea	r?	O	©

the end of your most recently completed fiscal year?

510 billion to less than \$50 billion

the		, "assets" refers to your total a palance sheet for your most re		re on behalf of clients. Determine your total assets usi
P. Pro	vide your <i>Legal Entity Iden</i>			
	egal entity identifier is a unic ntifier.	que number that companies u	se to identify each other in the financial	marketplace. You may not have a legal entity
SECTIO	N 1.B. Other Business Nar	mes		
List you	ur other business names ar	nd the jurisdictions in which y	ou use them. You must complete a sepa	arate Schedule D Section 1.B. for each business
Name:	SAPPHIRE			
Jurisdio	ctions			
☐ AL		□IL	□ NE	□sc
□ AK			□ NV	□ SD
□ AZ		□ IA	□ NH	□ TN
☐ AR		□ KS	□ NJ	▼ TX
☑ CA		□ KY	□ NM	□ UT
CA CO		□ LA	NY	□ VT
□ CT				
		□ ME	□ NC	□ VI
□ DE		□ MD	□ ND	□ VA
DC DC		□ MA	ОН	□ WA
FL		□ MI	□ ок	□ wv
☐ GA		☐ MN	□ OR	□ WI
☐ GU		☐ MS	□ PA	□ WY
□ HI		□ MO	□ PR	✓ Other: UNITED KINGDOM
□ ID		□ мт	□ RI	
List vo	ur other husiness names ar	ad the jurisdictions in which w	ouruse them. You must complete a sen	arate Schedule D Section 1.B. for each business
name.	ar other basiness names ar	ia the janisaletions in which y	od dse them. Tod mast complete a sept	arate seriodale b section 1.b. for each basiness
Name:	SAPPHIRE PARTNERS			
Jurisdio	ctions			
AL		□ IL	□ NE	□ sc
☐ AK		□ IN	□ NV	□ SD
☐ AZ		□ IA	□ NH	□ TN
AR		□ KS	□ NJ	☑ TX
☑ CA		□ KY	□ NM	□ UT
СО		□ LA	□ NY	□VT
СТ		□ ME	□ NC	□ VI
☐ DE		□ MD	□ ND	□ VA
DC		□ MA	□ он	□ WA
		□ MI	□ок	□ wv
H		□ MN		□ WI
□ FL				
☐ GA		☐ MS	□ PA	□ WY
☐ GA ☐ GU				
☐ GA		□ мо □ мт	∥ □ PR ∥ □ RI	✓ Other: UNITED KINGDOM

Name: SAPPHIRE SPORT						
Jurisdictions						
	—	—				
□ AL		□ NE		□ sc		
□ AK	□IN	□ NV		□ SD		
□ AZ	□ IA	□ NH		□ TN		
☐ AR	□ KS	□ NJ		☑ TX		
☑ CA	□KY	□ NM		□ UT		
□со	□LA	□ NY		□vī		
□ст	□ ME	□ NC		□VI		
□ DE	□ MD	□ ND		□ VA		
□ DC	□ MA	ОН		□ WA		
□ FL	□ МІ	□ OK		□wv		
□ GA	☐ MN	□ OR		□ WI		
□ GU	□ MS	□ PA		□ wy		
Пні	□мо	□ PR		Other: UNITED KINGDOM		
□ID	□ MT	□ RI				
	1011					
SECTION 1.F. Other Offices Complete the following information for			•			
You must complete a separate Schedule if you are an exempt reporting adviser, I		ices (in terms of numbers		are registered only with the SEC, or		
Number and Street 1: 556 SANTA CRUZ AVENUE		Number and Street 2:				
City:	State:	Country:		stal Code:		
MENLO PARK	California	United States	94025			
If this address is a private residence, cl	heck this box:					
Telephone Number: 650-382-1110	Facsimile Number, if a	ny:				
If this office location is also required to adviser on the Uniform Branch Office Re	•	•		on for a broker-dealer or investment		
How many <i>employees</i> perform investments	ent advisory functions from this off	fice location?				
Are other business activities conducted		tnat apply)				
(1) Broker-dealer (registered or unre						
(2) Bank (including a separately ider	ntifiable department or division of	a bank)				
\square (3) Insurance broker or agent						
\square (4) Commodity pool operator or com	modity trading advisor (whether r	registered or exempt from	registration)			
(5) Registered municipal advisor						
☐ (6) Accountant or accounting firm						
(b) Accountant of accounting mini						
(., _a, o. o. law iii ii						
Describe any other investment-related	Describe any other <i>investment-related</i> business activities conducted from this office location:					
Complete the following information for You must complete a separate Schedule if you are an exempt reporting adviser, I	e D Section 1.F. for each location.	If you are applying for S	EC registration, if you	-		
Number and Street 1:	Num	nber and Street 2:				
THE LIGHTHOUSE 1 KINGS CROSS BRIDGE						

State:

Country:

ZIP+4/Postal Code:

name.

City:

LONDON	Unite	ed Kingdom	N1 9NW					
If this address is a private residence, check this b	ox: 🗖							
Felephone Number: Facsimile Number, if any:								
·	f this office location is also required to be registered with FINRA or a state securities authority as a branch office location for a broker-dealer or investment dviser on the Uniform Branch Office Registration Form (Form BR), please provide the CRD Branch Number here:							
How many <i>employees</i> perform investment advisor: 5	y functions from this offi	ce location?						
Are other business activities conducted at this offi \square (1) Broker-dealer (registered or unregistered) \square (2) Bank (including a separately identifiable dependence)								
\square (3) Insurance broker or agent								
\square (4) Commodity pool operator or commodity tra \square (5) Registered municipal advisor	ding advisor (whether re	egistered or exempt from registrati	on)					
(6) Accountant or accounting firm								
(7) Lawyer or law firm								
Describe any other investment-related business ac	ctivities conducted from	this office location:						
Complete the following information for each office You must complete a separate Schedule D Section if you are an <i>exempt reporting adviser</i> , list only the	1.F. for each location.	If you are applying for SEC registra	ation, if you are registered only with the SEC, or					
Number and Street 1: 439 BRYANT ST		Number and Street 2:						
City: SAN FRANCISCO	State: California	Country: United States	ZIP+4/Postal Code: 94107					
If this address is a private residence, check this b	ox: 🗖							
Telephone Number: 650-382-1110	Facsimile Number, if an	y:						
If this office location is also required to be registe adviser on the Uniform Branch Office Registration		-						
How many <i>employees</i> perform investment advisor	y functions from this offi	ce location?						
Are other business activities conducted at this office (1) Broker-dealer (registered or unregistered)								
	(2) Bank (including a separately identifiable department or division of a bank)							
(3) Insurance broker or agent								
(4) Commodity pool operator or commodity tra	ding advisor (whether re	egistered or exempt from registrati	on)					
(5) Registered municipal advisor								
(6) Accountant or accounting firm								
(7) Lawyer or law firm								
Describe any other investment-related business ac	ctivities conducted from	this office location:						

SECTION 1.I. Website Addresses

List your website addresses, including addresses for accounts on publicly available social media platforms where you control the content (including, but not limited to, Twitter, Facebook and/or LinkedIn). You must complete a separate Schedule D Section 1.I. for each website or account on a publicly available social media platform.

Address of Website/Account on Publicly Available Social Media Platform:	HTTPS://WWW.LINKEDIN.COM/COMPANY/SAPPHIREVC
Address of Website/Account on Publicly Available Social Media Platform:	HTTP://SVEXPLORER.COM
Address of Website/Account on Publicly Available Social Media Platform:	HTTP://WWW.OPENLP.COM
Address of Website/Account on Publicly Available Social Media Platform:	HTTP://WWW.SAPPHIREVENTURES.COM
Address of Website/Account on Publicly Available Social Media Platform:	HTTPS://TWITTER.COM/SAPPHIREVC
Address of Website/Account on Publicly Available Social Media Platform:	HTTPS://MEDIUM.COM/SAPPHIRE-VENTURES-PERSPECTIVES
Address of Website/Account on Publicly Available Social Media Platform:	HTTPS://www.youtube.com/channel/UCU15ELvJ1AcdL-cn_JCjQ
Address of Website/Account on Publicly Available Social Media Platform:	https://twitter.com/Open_LP
Address of Website/Account on Publicly Available Social Media Platform:	https://www.linkedin.com/company/sapphire-partners-lp/?original_referer=
Address of Website/Account on Publicly Available Social Media Platform:	https://www.linkedin.com/company/sapphire-sport/
SECTION 1.L. Location of Books and Records	
Complete the following information for each location at which you keep your must complete a separate Schedule D, Section 1.L. for each location.	your books and records, other than your principal office and place of business. You
Name of entity where books and records are kept: EFRONT	
Number and Street 1:	Number and Street 2:

Number and Street 1: Number and Street 2:

55 E 52ND STREET

City: State: Country: ZIP+4/Postal Code:

NEW YORK New York **United States** 10055

If this address is a private residence, check this box: $\ \square$

Telephone Number: Facsimile number, if any:

650-867-6684 650-548-6904

This is (check one):

- $\overline{\mbox{\it C}}$ one of your branch offices or affiliates.
- a third-party unaffiliated recordkeeper.
- other.

Briefly describe the books and records kept at this location.

CERTAIN FINANCIAL AND CORPORATE BOOKS AND RECORDS

Name of entity where books and records are kept:

QUICKBOOKS (INTUIT)

Number and Street 1: 2700 COAST AVE.		Number and Street 2:	
City:	State:	Country:	ZIP+4/Postal Code:
MOUNTAIN VIEW	California	United States	94043
If this address is a private residence, check this box	x: 🗖		
Telephone Number: 800 446-8848	Facsimile number, if a	nny:	
This is (check one): O one of your branch offices or affiliates.			
a third-party unaffiliated recordkeeper.			
O other.			
Briefly describe the books and records kept at this FINANCIAL RECORDS	location.		
Name of entity where books and records are kept: AUMNI, INC.			
Number and Street 1: 2800 E COTTONWOOD PARKWAY		Number and Street 2: STE 110	
City:	State:	Country:	ZIP+4/Postal Code:
COTTONWOOD HEIGHTS	Utah	United States	84121
If this address is a private residence, check this box	x: 🗖		
Telephone Number: 801-754-6467	Facsimile numb	er, if any:	
This is (check one): O one of your branch offices or affiliates.			
a third-party unaffiliated recordkeeper.			
O other.			
Briefly describe the books and records kept at this FINANCIAL AND LEGAL RECORDS	location.		
Name of entity where books and records are kept: GLOBAL RELAY COMMUNICATIONS INC.			
Number and Street 1:		Number and Street 2:	
220 CAMBIE STREET		2ND FLOOR	
City: VANCOUVER	State:	Country: Canada	ZIP+4/Postal Code: V6B 2M9
If this address is a private residence, check this box	x: 🗖		
Telephone Number: 1.866.484.6630	Facsimile numbe	er, if any:	
This is (check one): O one of your branch offices or affiliates.			
a third-party unaffiliated recordkeeper.			
other.			
Briefly describe the hooks and records kent at this	location		

EMAIL ARCHIVES

Name of entity where books and records are kept: SEILER LLP			
Number and Street 1: 3 LAGOON DRIVE		Number and Street 2: SUITE 400	
City: REDWOOD CITY	State: California	Country: United States	ZIP+4/Postal Code: 94065
If this address is a private residence, check this bo	ox:		
Telephone Number: 888-454-4646	Facsimile number, if an	y:	
This is (check one): one of your branch offices or affiliates.			
O a third-party unaffiliated recordkeeper.			
other.			
Briefly describe the books and records kept at this CERTAIN FINANCIAL AND CORPORATE BOOKS AND			
Name of entity where books and records are kept: GEN II FUND SERVICES, LLC			
Number and Street 1: 805 3RD AVE		Number and Street 2: 24TH FLOOR	
City:	State:	Country:	ZIP+4/Postal Code:
NEW YORK	New York	United States	10022
If this address is a private residence, check this bo	ox:		
Telephone Number: 212-408-0550	Facsimile number, if an	ıy:	
This is (check one): O one of your branch offices or affiliates.			
O a third-party unaffiliated recordkeeper.			
⊙ other.			
Briefly describe the books and records kept at this FINANCIAL RECORDS	location.		
Name of entity where books and records are kept: IHS MARKIT, INC.			
Number and Street 1: 450 WEST 33RD STREET		Number and Street 2:	
City:	State:	Country:	ZIP+4/Postal Code:
NEW YORK	New York	United States	10001
If this address is a private residence, check this bo	ox:		
Telephone Number: 212-931-4900	Facsimile number, if an	y:	
This is (check one): O one of your branch offices or affiliates.			
a third-party unaffiliated recordkeeper.			

other.

Briefly describe the books and records kept at this REPOSITORY FOR PORTFOLIO COMPANY INFORMAT		RECORDS	
Name of entity where books and records are kept: DERIVATAS INC.	:		
Number and Street 1: 11103 WEST AVE #2110		Number and Street 2: SUITE 133	
City:		Country:	ZIP+4/Postal Code:
SAN ANTONIO		United States	78213
If this address is a private residence, check this bo	ox:		
Telephone Number: 213-995-6195	Facsimile number, i	if any:	
This is (check one): one of your branch offices or affiliates.			
a third-party unaffiliated recordkeeper.			
o other.			
Briefly describe the books and records kept at this FUND VALUATION RECORDS	location.		
Name of entity where books and records are kept: ESHARES, INC. DBA CARTA, INC.	:		
Number and Street 1: 333 BUSH STREET		Number and Street 2: FLOOR 23, STE. 2300	
City: SAN FRANCISCO	State: California	Country: United States	ZIP+4/Postal Code: 94104
If this address is a private residence, check this bo	ox:		
Telephone Number: 650-669-8381	Facsimile number, if a	any:	
This is (check one): one of your branch offices or affiliates.			
a third-party unaffiliated recordkeeper.			
other.			
Briefly describe the books and records kept at this ELECTRONIC SHARES OF PRIVATE PORTFOLIO COM			
Name of entity where books and records are kept: BOX, INC.	:		
Number and Street 1: 900 JEFFERSON AVE.		Number and Street 2:	
City: REDWOOD CITY	State: California	Country: United States	ZIP+4/Postal Code: 94063
If this address is a private residence, check this bo	ох: 🗆		
Telephone Number: 877-729-4269	Facsimile number, if a	nny:	

This is (check one):			
one of your branch offices or affiliates. a third-party unaffiliated recordkeeper.			
other.			
o other.			
Briefly describe the books and records kept at thi DOCUMENT STORAGE SOLUTION. VARIOUS REQUI			
Name of entity where books and records are kep INVIENT, INC	t:		
Number and Street 1: 1388 TERRA BELLA AVENUE		Number and Street 2:	
City: MOUNTAIN VIEW	State: California	Country: United States	ZIP+4/Postal Code: 94043
If this address is a private residence, check this b	oox:		
Telephone Number: 650-316-5990	Facsimile number, if a	nny:	
This is (check one): O one of your branch offices or affiliates.			
 a third-party unaffiliated recordkeeper. 			
O other.			
Briefly describe the books and records kept at thi FINANCIAL AND LEGAL RECORDS	s location.		
Name of entity where books and records are kep MERRILL LYNCH, PIERECE, FENNER & SMITH	t:		
Number and Street 1: 1 BRYANT PARK		Number and Street 2:	
City: NEW YORK	State: New York	Country: United States	ZIP+4/Postal Code: 10036
If this address is a private residence, check this b	oox: 🗖		
Telephone Number: 212-680-5919	Facsimile number, if a	any:	
This is (check one): one of your branch offices or affiliates.			
o a third-party unaffiliated recordkeeper.			
O other.			
Briefly describe the books and records kept at thi PHYSICAL SHARES OF PRIVATE PORTFOLIO COMPA			
Name of entity where books and records are kep BACKBLAZE	t:		
Number and Street 1: 500 BEN FRANKLIN CT		Number and Street 2:	
City: SAN MATEO	State: California	Country: United States	ZIP+4/Postal Code: 94401
If this address is a private residence, check this b	-		

Telephone Number: 650-352-3738	Facsimile number, if any:				
This is (check one): O one of your branch offices or affiliates. a third-party unaffiliated recordkeeper. O other.					
Briefly describe the books and records kept at thi CLOUD STORAGE	s location.				
Name of entity where books and records are kep MICROSOFT	t:				
Number and Street 1: ONE MICROSOFT WAY		Number and Street 2:			
City:	State: Washington	Country: United States	ZIP+4/Postal Code: 98052		
If this address is a private residence, check this b	oox:				
Telephone Number: 888-725-1047	Facsimile number, if any:				
This is (check one): O one of your branch offices or affiliates.					
a third-party unaffiliated recordkeeper.					
O other.					
Briefly describe the books and records kept at thi CLOUD STORAGE	s location.				
SECTION 1.M. Registration with Foreign Financia	al Regulatory Authorities				
No Information Filed					
tem 2 SEC Registration/Reporting					
Responses to this Item help us (and you) determi SEC registration or submitting an <i>annual updating</i> should be provided for the <i>filing adviser</i> only.	-				

- To register (or remain registered) with the SEC, you must check at least one of the Items 2.A.(1) through 2.A.(12), below. If you are submitting an annual updating amendment to your SEC registration and you are no longer eligible to register with the SEC, check Item 2.A.(13). Part 1A Instruction 2 provides information to help you determine whether you may affirmatively respond to each of these items.
 - You (the adviser):
 - (1) are a large advisory firm that either:
 - (a) has regulatory assets under management of \$100 million (in U.S. dollars) or more; or
 - (b) has regulatory assets under management of \$90 million (in U.S. dollars) or more at the time of filing its most recent annual updating amendment and is registered with the SEC;
 - are a mid-sized advisory firm that has regulatory assets under management of \$25 million (in U.S. dollars) or more but less than \$100 million (in U.S. dollars) and you are either:
 - (a) not required to be registered as an adviser with the state securities authority of the state where you maintain your principal office and place of business; or
 - (b) not subject to examination by the state securities authority of the state where you maintain your principal office and place of business; Click HERE for a list of states in which an investment adviser, if registered, would not be subject to examination by the state securities authority.
 - (3) Reserved

'	(2	4)	have your <i>principal office and</i>	d place of business outside the United	States;		
	<u> </u>	5)	are an investment adviser ((or subadviser) to an investment co	ompany registered under the Investme	ent Company Act of 1940;	
l	are an investment adviser to a company which has elected to be a business development company pursuant to section 54 of the Investment Company Act of 1940 and has not withdrawn the election, and you have at least \$25 million of regulatory assets under management;						
ı	(7) are a pension consultant with respect to assets of plans having an aggregate value of at least \$200,000,000 that qualifies for the exempt in rule 203A-2(a);						
(8) are a related adviser under rule 203A-2(b) that <i>controls</i> , is <i>controlled</i> by, or is under common <i>control</i> with, an investment ac registered with the SEC, and your <i>principal office and place of business</i> is the same as the registered adviser;							
			If you check this box, complete	te Section 2.A.(8) of Schedule D.			
1	(c	9)	are an adviser relying on ru	le 203A-2(c) because you expect to I	be eligible for SEC registration within	า 120 days;	
			If you check this box, complete	te Section 2.A.(9) of Schedule D.			
1	· (-	10)	are a multi-state adviser th	at is required to register in 15 or mo	re states and is relying on rule 203A-2	(d);	
			If you check this box, complete	te Section 2.A. (10) of Schedule D.			
1	· (-	11)	are an Internet adviser rely	ring on rule 203A-2(e);			
	· (1	12)	have received an SEC order	r exempting you from the prohibition	against registration with the SEC;		
			If you check this box, complete	te Section 2.A. (12) of Schedule D.			
	· (*	13)	are no longer eligible to ren	main registered with the SEC.			
State	e Secu	urit	ies Authority Notice Filings	and State Reporting by Exempt Rep	porting Advisers		
f c t t	Juriso	ith toorts elive ona EC. s) n dicti AL AR CA CO CT DE DC	he SEC. These are called <i>not</i> is and any amendments they the notice of this and all subsect I state(s), check the box(es). If this is an amendment to you next to those state(s).	Fice filings. In addition, exempt reporting file with the SEC. If this is an initial and quent filings or reports you submit to next to the state(s) that you would I our registration to stop your notice file. IL IN IN IA KS KY LA ME MD MA	ng advisers may be required to provide pplication or report, check the box(es) the SEC. If this is an amendment to dike to receive notice of this and all sublings or reports from going to state(s) to the NV NH NH NY NC NC ND OH	Sequent filings or reports you submit to that currently receive them, uncheck the	
	F			□ MI	□ ок	□ wv	
		GΑ		□ MN	□ OR	□ wi	
				MS	PA	□ WY	
				□ мо	□ PR		
		D		□ мт	□ RI		
	-				m going to a state that currently receive nust be filed before the end of the year (I	s them and you do not want to pay that December 31).	
SECTI	ON 2	2.A.	(8) Related Adviser				
with	an in۱	vest			3	ntrolled by, or are under common control s that of the registered adviser, provide	
Name	e of R	egis!	stered Investment Adviser				
CRD 1	Numb	er c	of Registered Investment Adv	riser			

SEC Number of Registered Investment Adviser

SECTION 2.A.(9) Investment Adviser Expecting to be Eligible for Commission Registration within 120 Days	
If you are relying on rule 203A-2(c), the exemption from the prohibition on registration available to an adviser that expects to be eligible for SEC registration within 120 days, you are required to make certain representations about your eligibility for SEC registration. By checking the appropriate boxes, you will be deemed to have made the required representations. You must make both of these representations:	Э
I am not registered or required to be registered with the SEC or a state securities authority and I have a reasonable expectation that I will be eligible to register with the SEC within 120 days after the date my registration with the SEC becomes effective.	
I undertake to withdraw from SEC registration if, on the 120th day after my registration with the SEC becomes effective, I would be prohibited by Sectic 203A(a) of the Advisers Act from registering with the SEC.	nc ——
SECTION 2.A.(10) Multi-State Adviser	
If you are relying on rule 203A-2(d), the multi-state adviser exemption from the prohibition on registration, you are required to make certain representation about your eligibility for SEC registration. By checking the appropriate boxes, you will be deemed to have made the required representations.	ns
If you are applying for registration as an investment adviser with the SEC, you must make both of these representations: I have reviewed the applicable state and federal laws and have concluded that I am required by the laws of 15 or more states to register as an investment adviser with the state securities authorities in those states.	
I undertake to withdraw from SEC registration if I file an amendment to this registration indicating that I would be required by the laws of fewer than 15 states to register as an investment adviser with the state securities authorities of those states.	5
If you are submitting your <i>annual updating amendment</i> , you must make this representation: Within 90 days prior to the date of filing this amendment, I have reviewed the applicable state and federal laws and have concluded that I am required by the laws of at least 15 states to register as an investment adviser with the <i>state securities authorities</i> in those states.	
SECTION 2.A.(12) SEC Exemptive <i>Order</i>	
If you are relying upon an SEC <i>order</i> exempting you from the prohibition on registration, provide the following information:	
Application Number: 803-	
Date of <i>order</i> :	
Item 3 Form of Organization If you are filing an umbrella registration, the information in Item 3 should be provided for the filing adviser only.	
A. How are you organized?	
Corporation	
O Sole Proprietorship	
C Limited Liability Partnership (LLP)	
O Partnership	
€ Limited Liability Company (LLC)	
C Limited Partnership (LP)	
Other (specify):	
If you are changing your response to this Item, see Part 1A Instruction 4.	
B. In what month does your fiscal year end each year? DECEMBER	
C. Under the laws of what state or country are you organized? State Country	
Delaware United States	
If you are a partnership, provide the name of the state or country under whose laws your partnership was formed. If you are a sole proprietor, provide the name of the state or country where you reside.	
If you are changing your response to this Item, see Part 1A Instruction 4.	

Υ	es	No

A. Are you, at the time of this filing, succeeding to the business of a registered investment adviser, including, for example, a change of your structure or legal status (e.g., form of organization or state of incorporation)?

0 6

If "yes", complete Item 4.B. and Section 4 of Schedule D.

B. Date of Succession: (MM/DD/YYYY)

If you have already reported this succession on a previous Form ADV filing, do not report the succession again. Instead, check "No." See Part 1A Instruction 4.

SECTION 4 Successions

No Information Filed

Item 5 Information About Your Advisory Business - Employees, Clients, and Compensation

Responses to this Item help us understand your business, assist us in preparing for on-site examinations, and provide us with data we use when making regulatory policy. Part 1A Instruction 5.a. provides additional guidance to newly formed advisers for completing this Item 5.

Employees

If you are organized as a sole proprietorship, include yourself as an employee in your responses to Item 5.A. and Items 5.B.(1), (2), (3), (4), and (5). If an employee performs more than one function, you should count that employee in each of your responses to Items 5.B.(1), (2), (3), (4), and (5).

A. Approximately how many employees do you have? Include full- and part-time employees but do not include any clerical workers.

95

- B. (1) Approximately how many of the *employees* reported in 5.A. perform investment advisory functions (including research)?
 - (2) Approximately how many of the *employees* reported in 5.A. are registered representatives of a broker-dealer?
 - (3) Approximately how many of the *employees* reported in 5.A. are registered with one or more *state securities authorities* as *investment adviser representatives*?
 - (4) Approximately how many of the *employees* reported in 5.A. are registered with one or more *state securities authorities* as *investment adviser representatives* for an investment adviser other than you?
 - (5) Approximately how many of the *employees* reported in 5.A. are licensed agents of an insurance company or agency?
 - (6) Approximately how many firms or other *persons* solicit advisory *clients* on your behalf?
 0

In your response to Item 5.B. (6), do not count any of your employees and count a firm only once – do not count each of the firm's employees that solicit on your behalf.

Clients

In your responses to Items 5.C. and 5.D. do not include as "clients" the investors in a private fund you advise, unless you have a separate advisory relationship with those investors.

- C. (1) To approximately how many *clients* for whom you do not have regulatory assets under management did you provide investment advisory services during your most recently completed fiscal year?
 - (2) Approximately what percentage of your *clients* are non-*United States persons*? 0%

Act of 1940, do not answer (1)(d) or (3)(d) below.

D. For purposes of this Item 5.D., the category "individuals" includes trusts, estates, and 401(k) plans and IRAs of individuals and their family members, but does not include businesses organized as sole proprietorships.
 The category "business development companies" consists of companies that have made an election pursuant to section 54 of the Investment Company Act of 1940. Unless you provide advisory services pursuant to an investment advisory contract to an investment company registered under the Investment Company

Indicate the approximate number of your clients and amount of your total regulatory assets under management (reported in Item 5.F. below)

attributable to each of the following type of client. If you have fewer than 5 clients in a particular category (other than (d), (e), and (f)) you may check Item 5.D.(2) rather than respond to Item 5.D.(1).

The aggregate amount of regulatory assets under management reported in Item 5.D.(3) should equal the total amount of regulatory assets under management reported in Item 5.F.(2)(c) below.

If a client fits into more than one category, select one category that most accurately represents the client to avoid double counting clients and assets. If you advise a registered investment company, business development company, or pooled investment vehicle, report those assets in categories (d), (e), and (f) as applicable.

Type of <i>Client</i>	(1) Number of Client(s)	(2) Fewer than 5 <i>Clients</i>	(3) Amount of Regulatory Assets under Management
(a) Individuals (other than high net worth individuals)			\$
(b) High net worth individuals			\$
(c) Banking or thrift institutions			\$
(d) Investment companies			\$
(e) Business development companies			\$
(f) Pooled investment vehicles (other than investment companies and business development companies)	18		\$ 9,969,208,815
(g) Pension and profit sharing plans (but not the plan participants or government pension plans)			\$
(h) Charitable organizations			\$
(i) State or municipal <i>government entities</i> (including government pension plans)			\$
(j) Other investment advisers			\$
(k) Insurance companies			\$
(I) Sovereign wealth funds and foreign official institutions			\$
(m) Corporations or other businesses not listed above			\$
(n) Other:			\$

compensation Arrangements	

 ✓ (1) A percentage of assets under your management ✓ (2) Hourly charges ✓ (3) Subscription fees (for a newsletter or periodical) ✓ (4) Fixed fees (other than subscription fees) ✓ (5) Commissions ✓ (6) Performance-based fees ✓ (7) Other (specify): 	

tem 5 Information About	Vaur Advisary P	Rusinass - Dagulator	v Accate Hindar	Management
terri 5 irribirriation Abbut	I OUI AUVISOI Y L	Jusii less - Requiator	y maacta unidei	Management

						Yes	No
F.	(1) Do you provide continuous and	egular superviso	ry or management services to	securities portfolio	os?	•	0
	(2) If yes, what is the amount of you	ur regulatory ass	sets under management and to	tal number of acco	ounts?		
			U.S. Dollar Amount		Total Number of Accounts		
	Discretionary:	(a)	\$ 9,969,208,815	(d)	18		
	Non-Discretionary:	(b)	\$ 0	(e)	0		
	Total:	(c)	\$ 9,969,208,815	(f)	18		
	completing this Item.			·	tem 5 E (2)(c) above) attributable to d		

Item 5 Information About Your Advisory Business - Advisory Activities

Advisory Activities

\$ O

- G. What type(s) of advisory services do you provide? Check all that apply.
 - ☐ (1) Financial planning services

are non-United States persons?

- (2) Portfolio management for individuals and/or small businesses
- Portfolio management for investment companies (as well as "business development companies" that have made an election pursuant to

	 section 54 of the Investment Company Act of 1940) (4) Portfolio management for pooled investment vehicles (other than investment companies) (5) Portfolio management for businesses (other than small businesses) or institutional <i>clients</i> (other than registered investment companion other pooled investment vehicles) (6) Pension consulting services (7) Selection of other advisers (including <i>private fund</i> managers) (8) Publication of periodicals or newsletters (9) Security ratings or pricing services (10) Market timing services (11) Educational seminars/workshops (12) Other(specify): Do not check Item 5.G. (3) unless you provide advisory services pursuant to an investment advisory contract to an investment company registered under the investment company of the investment company or investment company or investment company or the state of 1940, including as a subadviser. If you check Item 5.G. (3), report the 811 or 814 number of the investment company or investmen	ınder tı	
	investment companies to which you provide advice in Section 5.G.(3) of Schedule D.		
Н.	If you provide financial planning services, to how many <i>clients</i> did you provide these services during your last fiscal year? O O 1 - 10 O 11 - 25 O 26 - 50 O 101 - 250 O 101 - 250 O More than 500 If more than 500, how many? (round to the nearest 500)		
	(round to the hearest 500)		
	In your responses to this Item 5.H., do not include as "clients" the investors in a private fund you advise, unless you have a separate advisory relation with those investors.	onship	
1.	 (1) Do you participate in a wrap fee program? (2) If you participate in a wrap fee program, what is the amount of your regulatory assets under management attributable to acting as: (a) sponsor to a wrap fee program \$ (b) portfolio manager for a wrap fee program? \$ (c) sponsor to and portfolio manager for the same wrap fee program? \$ 	Yes	No.
	If you report an amount in Item 5.1.(2)(c), do not report that amount in Item 5.1.(2)(a) or Item 5.1.(2)(b).		
	If you are a portfolio manager for a wrap fee program, list the names of the programs, their sponsors and related information in Section 5.1.(2) of School	edule	D.
	If your involvement in a wrap fee program is limited to recommending wrap fee programs to your clients, or you advise a mutual fund that is offered t wrap fee program, do not check Item 5.1.(1) or enter any amounts in response to Item 5.1.(2).	!hroug	h a
J.	(1) In response to Item 4.B. of Part 2A of Form ADV, do you indicate that you provide investment advice only with respect to limited types of	Yes	No •
	investments? (2) Do you report <i>client</i> assets in Item 4.E. of Part 2A that are computed using a different method than the method used to compute your regulatory assets under management?	0	
K.	Separately Managed Account Clients		
	(1) Do you have regulatory assets under management attributable to <i>clients</i> other than those listed in Item 5.D.(3)(d)-(f) (separately managed account <i>clients</i>)?	Yes	O O
	If yes, complete Section 5.K.(1) of Schedule D.		
	(2) Do you engage in borrowing transactions on behalf of any of the separately managed account <i>clients</i> that you advise? If yes, complete Section 5.K.(2) of Schedule D.	0	•
	(3) Do you engage in derivative transactions on behalf of any of the separately managed account clients that you advise?	0	•
	If yes, complete Section 5.K.(2) of Schedule D.		

	(4) After subtracting the amounts in Item 5.D.(3)(d)-(f) above from your total regulatory assets under management, does any custodian hold ten percent or more of this remaining amount of regulatory assets under management?	0	•
	If yes, complete Section 5.K.(3) of Schedule D for each custodian.		
L.	Marketing Activities	Yes	No
	(1) Do any of your advertisements include:	162	NO
	(a) Performance results?	•	0
	(b) A reference to specific investment advice provided by you (as that phrase is used in rule 206(4)-1(a)(5))?	•	0
	(c) Testimonials (other than those that satisfy rule 206(4)-1(b)(4)(ii))?	0	•
	(d) Endorsements (other than those that satisfy rule 206(4)-1(b)(4)(ii))?	•	0
	(e) Third-party ratings?	•	0
	(2) If you answer "yes" to L(1)(c), (d), or (e) above, do you pay or otherwise provide cash or non-cash compensation, directly or indirectly, in connection with the use of <i>testimonials</i> , <i>endorsements</i> , or <i>third-party ratings</i> ?	•	0
	(3) Do any of your advertisements include hypothetical performance?	•	0
	(4) Do any of your advertisements include predecessor performance?	0	•

SECTION 5.G.(3) Advisers to Registered Investment Companies and Business Development Companies

No Information Filed

SECTION 5.1.(2) Wrap Fee Programs

No Information Filed

SECTION 5.K.(1) Separately Managed Accounts

After subtracting the amounts reported in Item 5.D.(3)(d)-(f) from your total regulatory assets under management, indicate the approximate percentage of this remaining amount attributable to each of the following categories of assets. If the remaining amount is at least \$10 billion in regulatory assets under management, complete Question (a). If the remaining amount is less than \$10 billion in regulatory assets under management, complete Question (b).

Any regulatory assets under management reported in Item 5.D.(3)(d), (e), and (f) should not be reported below.

If you are a subadviser to a separately managed account, you should only provide information with respect to the portion of the account that you subadvise.

End of year refers to the date used to calculate your regulatory assets under management for purposes of your *annual updating amendment*. Mid-year is the date six months before the end of year date. Each column should add up to 100% and numbers should be rounded to the nearest percent.

Investments in derivatives, registered investment companies, business development companies, and pooled investment vehicles should be reported in those categories. Do not report those investments based on related or underlying portfolio assets. Cash equivalents include bank deposits, certificates of deposit, bankers' acceptances and similar bank instruments.

Some assets could be classified into more than one category or require discretion about which category applies. You may use your own internal methodologies and the conventions of your service providers in determining how to categorize assets, so long as the methodologies or conventions are consistently applied and consistent with information you report internally and to current and prospective clients. However, you should not double count assets, and your responses must be consistent with any instructions or other guidance relating to this Section.

(a)	Asset Type	Mid-year	End of year
	(i) Exchange-Traded Equity Securities	%	%
	(ii) Non Exchange-Traded Equity Securities	%	%
	(iii) U.S. Government/Agency Bonds	%	%
	(iv) U.S. State and Local Bonds	%	%
	(v) Sovereign Bonds	%	%
	(vi) Investment Grade Corporate Bonds	%	%

(vii)	Non-Investment Grade Corporate Bonds	%	%
(viii)	Derivatives	%	%
(ix)	Securities Issued by Registered Investment Companies or Business Development Companies	%	%
(x)	Securities Issued by Pooled Investment Vehicles (other than Registered Investment Companies or Business Development Companies)	%	%
(xi)	Cash and Cash Equivalents	%	%
(xii)	Other	%	%

Generally describe any assets included in "Other"

Ass	et Type	End of year
(i)	Exchange-Traded Equity Securities	%
(ii)	Non Exchange-Traded Equity Securities	%
(iii)	U.S. Government/Agency Bonds	%
(iv)	U.S. State and Local Bonds	%
(v)	Sovereign Bonds	%
(vi)	Investment Grade Corporate Bonds	%
(vii)	Non-Investment Grade Corporate Bonds	%
(viii)) Derivatives	%
(ix)	Securities Issued by Registered Investment Companies or Business Development Companies	%
(x)	Securities Issued by Pooled Investment Vehicles (other than Registered Investment Companies or Business Development Companies)	%
(xi)	Cash and Cash Equivalents	%
(xii)	Other	%

Generally describe any assets included in "Other"

SECTION 5.K.(2) Separately Managed Accounts - Use of Borrowings and Derivatives

☐ No information is required to be reported in this Section 5.K.(2) per the instructions of this Section 5.K.(2)

If your regulatory assets under management attributable to separately managed accounts are at least \$10 billion, you should complete Question (a). If your regulatory assets under management attributable to separately managed accounts are at least \$500 million but less than \$10 billion, you should complete Question (b).

(a) In the table below, provide the following information regarding the separately managed accounts you advise. If you are a subadviser to a separately managed account, you should only provide information with respect to the portion of the account that you subadvise. End of year refers to the date used to calculate your regulatory assets under management for purposes of your *annual updating amendment*. Mid-year is the date six months before the end of year date.

In column 1, indicate the regulatory assets under management attributable to separately managed accounts associated with each level of gross notional exposure. For purposes of this table, the gross notional exposure of an account is the percentage obtained by dividing (i) the sum of (a) the dollar amount of any *borrowings* and (b) the *gross notional value* of all derivatives, by (ii) the regulatory assets under management of the account.

In column 2, provide the dollar amount of borrowings for the accounts included in column 1.

In column 3, provide aggregate gross notional value of derivatives divided by the aggregate regulatory assets under management of the accounts included in column 1 with respect to each category of derivatives specified in 3(a) through (f).

You may, but are not required to, complete the table with respect to any separately managed account with regulatory assets under management of less than \$10,000,000.

Any regulatory assets under management reported in Item 5.D.(3)(d), (e), and (f) should not be reported below.

(i) Mid-Year

Gross Notional Exposure	(1) Regulatory Assets Under Management	(2) Borrowings	gs (3) Derivative Exposures					
			(a) Interest Rate Derivative	(b) Foreign Exchange Derivative		(d) Equity Derivative	(e) Commodity Derivative	(f) Other Derivative
Less than 10%	\$	\$	%	%	%	%	%	%

10-149%	\$ \$	%	%	%	%	%	%
150% or more	\$ \$	%	%	%	%	%	%

Optional: Use the space below to provide a narrative description of the strategies and/or manner in which *borrowings* and derivatives are used in the management of the separately managed accounts that you advise.

(ii) End of Year

Gross Notional Exposure	(1) Regulatory Assets Under Management	(2) Borrowings		(3)	Derivative E	xposures		
			(a) Interest Rate Derivative	(b) Foreign Exchange Derivative	(c) Credit Derivative		(e) Commodity Derivative	(f) Other Derivative
Less than 10%	\$	\$	%	%	%	%	%	%
10-149%	\$	\$	%	%	%	%	%	%
150% or more	\$	\$	%	%	%	%	%	%

Optional: Use the space below to provide a narrative description of the strategies and/or manner in which *borrowings* and derivatives are used in the management of the separately managed accounts that you advise.

(b) In the table below, provide the following information regarding the separately managed accounts you advise as of the date used to calculate your regulatory assets under management for purposes of your *annual updating amendment*. If you are a subadviser to a separately managed account, you should only provide information with respect to the portion of the account that you subadvise.

In column 1, indicate the regulatory assets under management attributable to separately managed accounts associated with each level of gross notional exposure. For purposes of this table, the gross notional exposure of an account is the percentage obtained by dividing (i) the sum of (a) the dollar amount of any *borrowings* and (b) the *gross notional value* of all derivatives, by (ii) the regulatory assets under management of the account.

In column 2, provide the dollar amount of borrowings for the accounts included in column 1.

You may, but are not required to, complete the table with respect to any separately managed accounts with regulatory assets under management of less than \$10,000,000.

Any regulatory assets under management reported in Item 5.D.(3)(d), (e), and (f) should not be reported below.

Gross Notional Exposure	(1) Regulatory Assets Under Management	(2) Borrowings
Less than 10%	\$	\$
10-149%	\$	\$
150% or more	\$	\$

Optional: Use the space below to provide a narrative description of the strategies and/or manner in which *borrowings* and derivatives are used in the management of the separately managed accounts that you advise.

SECTION 5.K.(3) Custodians for Separately Managed Accounts

(12) accountant or accounting firm

No Information Filed

Item	Item 6 Other Business Activities									
In th	In this Item, we request information about your firm's other business activities.									
Α.	You	are a	ctively engaged in business as a (check all that apply):							
		(1)	broker-dealer (registered or unregistered)							
		(2)	registered representative of a broker-dealer							
		(3)	commodity pool operator or commodity trading advisor (whether registered or exempt from registration)							
		(4)	futures commission merchant							
		(5)	real estate broker, dealer, or agent							
		(6)	insurance broker or agent							
		(7)	bank (including a separately identifiable department or division of a bank)							
		(8)	trust company							
		(9)	registered municipal advisor							
		(10)	registered security-based swap dealer							
		(11)	major security-based swap participant							

		(14) other financial product salesperson (specify):		
	If yo	ou engage in other business using a name that is different from the names reported in Items 1.A. or 1.B.(1), complete Section 6.A. of Schedule D.		
		Y	es	No
B.	(1)			\odot
	(2)			0
		If "yes," describe this other business on Section 6.B.(2) of Schedule D, and if you engage in this business under a different name, provide that nam	es	No
	(3)			•
		If "yes," describe this other business on Section 6.B.(3) of Schedule D, and if you engage in this business under a different name, provide that nan	e. ——	
SEC	TION	6.A. Names of Your Other Businesses		
		No Information Filed		
SEC	TION	6.B.(2) Description of Primary Business		
Des	scribe	your primary business (not your investment advisory business):		
If y	ou er	ngage in that business under a different name, provide that name:		
		1 6.B.(3) Description of Other Products and Services other products or services you sell to your <i>client</i> . You may omit products and services that you listed in Section 6.B.(2) above.		
Des	scribe	other products of services you sent to your <i>chem.</i> For may offin products and services that you listed in Section 6.B.(2) above.		
If y	ou er	ngage in that business under a different name, provide that name:		
		inancial Industry Affiliations		
		em, we request information about your financial industry affiliations and activities. This information identifies areas in which conflicts of interest tween you and your <i>clients</i> .	ma	У
Α.	This	part of Item 7 requires you to provide information about you and your related persons, including foreign affiliates. Your related persons are all of	f yo	ur
		sory affiliates and any person that is under common control with you.		
		have a related person that is a (check all that apply):		
	V	(1) broker-dealer, municipal securities dealer, or government securities broker or dealer (registered or unregistered)(2) other investment adviser (including financial planners)		
		(3) registered municipal advisor		
		(4) registered security-based swap dealer		
		(5) major security-based swap participant		
		(6) commodity pool operator or commodity trading advisor (whether registered or exempt from registration)(7) futures commission merchant		
		(8) banking or thrift institution		
		(9) trust company		
		(10) accountant or accounting firm		
		(11) lawyer or law firm		
		(12) insurance company or agency(13) pension consultant		
		(14) real estate broker or dealer		
		(15) sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles		
	V	(16) sponsor, general partner, managing member (or equivalent) of pooled investment vehicles		
	Note	e that Item 7.A. should not be used to disclose that some of your employees perform investment advisory functions or are registered representative	s of	а
		ker-dealer. The number of your firm's employees who perform investment advisory functions should be disclosed under Item 5.B.(1). The number of	√our	r
	111111	n's employees who are registered representatives of a broker-dealer should be disclosed under Item 5.B.(2).		
		e that if you are filing an umbrella registration, you should not check Item 7.A.(2) with respect to your relying advisers, and you do not have to comp tion 7.A. in Schedule D for your relying advisers. You should complete a Schedule R for each relying adviser.	lete	
	For	each related person, including foreign affiliates that may not be registered or required to be registered in the United States, complete Section 7.A. of		
		edule D.		

You do not need to complete Section 7.A. of Schedule D for any related person if: (1) you have no business dealings with the related person in connection with advisory services you provide to your clients; (2) you do not conduct shared operations with the related person; (3) you do not refer clients or business to the

(13) lawyer or law firm

related person, and the related person does not refer prospective clients or business to you; (4) you do not share supervised persons or premises with the related person; and (5) you have no reason to believe that your relationship with the related person otherwise creates a conflict of interest with your clients.

You must complete Section 7.A. of Schedule D for each related person acting as qualified custodian in connection with advisory services you provide to your clients (other than any mutual fund transfer agent pursuant to rule 206(4)-2(b)(1)), regardless of whether you have determined the related person to be operationally independent under rule 206(4)-2 of the Advisers Act.

SECTION 7.A. Financial Industry Affiliations

Cor	ete a separate Schedule D Section 7.A. for each <i>related person</i> listed in Item 7.A.		
1.	gal Name of <i>Related Person</i> : PPHIRE FUND INVESTMENTS II (GPE) L.L.C.		
2.	mary Business Name of <i>Related Person</i> : PPHIRE FUND INVESTMENTS II (GPE) L.L.C.		
3.	lated Person's SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)		
	her		
4.	lated Person's CRD Number (if any):		
	CIK Number(s) (if any): No Information Filed		
5.		es M	Νo
6.	you control or are you controlled by the related person?) (0
7.	e you and the related person under common control?) (0
8.	Does the related person act as a qualified custodian for your clients in connection with advisory services you provide to clients?	5 (•
	If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presumption that you are not operationally independent (pursuant to rule 206(4)-2(d)(5)) from the <i>related person</i> and thus are not required to obtain a surprise examination for your <i>clients'</i> funds or securities that are maintained at the <i>related person</i> ?) (O
	If you have answered "yes" to question 8.(a) above, provide the location of the <i>related person's</i> office responsible for <i>custody</i> of your <i>clients'</i> ass Number and Street 1: City: State: Country: ZIP+4/Postal Code:	sets	S:
	If this address is a private residence, check this box: \square	s N	d۵
9.) (
	If the answer is yes, under what exemption? PUBLISHED SEC GUIDANCE (SEE SCHEDULE D - MISCELLANEOUS)		
10.	Is the related person registered with a foreign financial regulatory authority?) (•
	If the answer is yes, list the name and country, in English of each foreign financial regulatory authority with which the related person is registered. No Information Filed		

11.	Do y	ou and the related person share any supervised persons?	\odot	0
12.	Do y	ou and the <i>related person</i> share the same physical location?	•	0
1.	_	I Name of <i>Related Person</i> : PHIRE VENTURES (GPE) IV, L.L.C.		
2.		ary Business Name of <i>Related Person</i> : PHIRE VENTURES (GPE) IV, L.L.C.		
3.	Relai	ted Person's SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)		
	or Othe	er –		
4.	Rela	ted Person's		
	(a)	CRD Number (if any):		
	(b)	CIK Number(s) (if any):		
		CIK Number 1877642		
		10//042		
5.	Relai (a)	ted Person is: (check all that apply) broker-dealer, municipal securities dealer, or government securities broker or dealer		
	` ,	other investment adviser (including financial planners)		
	` ,	registered municipal advisor		
		registered security-based swap dealer major security-based swap participant		
		commodity pool operator or commodity trading advisor (whether registered or exempt from registration)		
	107	futures commission merchant		
	` ,	banking or thrift institution trust company		
	(j)	accountant or accounting firm		
		□ lawyer or law firm□ insurance company or agency		
	(n) (m)			
	` ,	real estate broker or dealer		
		sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles sponsor, general partner, managing member (or equivalent) of pooled investment vehicles		
	(P)		Yes	No
6.	Do y	ou control or are you controlled by the related person?	\odot	\circ
7	Δra v	you and the <i>related person</i> under common <i>control</i> ?	_	_
	7 li C j	you and the related person under common common	⊙	0
8.	(a)	Does the related person act as a qualified custodian for your clients in connection with advisory services you provide to clients?	0	•
	(b)	If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presumption that you are not operationally independent (pursuant to rule 206(4)-2(d)(5)) from the <i>related person</i> and thus are not required to obtain a surprise examination for your <i>clients'</i> funds or securities that are maintained at the <i>related person</i> ?	0	0
	(c)	If you have answered "yes" to question 8.(a) above, provide the location of the related person's office responsible for custody of your clients'	asse	ets:
		Number and Street 1: Number and Street 2: City: State: Country: ZIP+4/Postal Code:		
		If this address is a private residence, check this box: \square		
9.	(a)	If the <i>related person</i> is an investment adviser, is it exempt from registration?	Yes	
/.		If the answer is yes, under what exemption?	⊙	0
		PUBLISHED SEC GUIDANCE (SEE SCHEDULE D-MISCELLANEOUS)		
10	(a)	Is the related person registered with a foreign financial regulatory authority?	^	_
10.		If the answer is yes, list the name and country, in English of each foreign financial regulatory authority with which the related person is register	C ed.	⊙
		No Information Filed		
11.	Do y	ou and the related person share any supervised persons?	⊙	0
12.	Do y	ou and the <i>related person</i> share the same physical location?	•	0

1.	Legal Name of <i>Related Person</i> : SAPPHIRE OPPORTUNITY (GPE) III, L.L.C.		
2.	Primary Business Name of <i>Related Person</i> : SAPPHIRE OPPORTUNITY (GPE) III, L.L.C.		
3.	Related Person's SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)		
	or Other		
4.	Related Person's (a) CRD Number (if any):		
	(b) CIK Number(s) (if any): No Information Filed		
5.	Related Person is: (check all that apply) (a) □ broker-dealer, municipal securities dealer, or government securities broker or dealer (b) ▼ other investment adviser (including financial planners) (c) □ registered municipal advisor (d) □ registered security-based swap dealer (e) □ major security-based swap participant (f) □ commodity pool operator or commodity trading advisor (whether registered or exempt from registration) (g) □ futures commission merchant (h) □ banking or thrift institution (i) □ trust company (j) □ accountant or accounting firm (k) □ lawyer or law firm (l) □ insurance company or agency (m) □ pension consultant (n) □ real estate broker or dealer (o) □ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles	Yes	Nc
6.	Do you control or are you controlled by the related person?		0
7.	Are you and the related person under common control?	0	0
8.	(a) Does the related person act as a qualified custodian for your clients in connection with advisory services you provide to clients?	0	•
	(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presumption that you are not operationally independent (pursuant to rule 206(4)-2(d)(5)) from the <i>related person</i> and thus are not required to obtain a surprise examination for your <i>clients</i> ' funds or securities that are maintained at the <i>related person</i> ?	0	0
	(c) If you have answered "yes" to question 8.(a) above, provide the location of the <i>related person's</i> office responsible for <i>custody</i> of your <i>clients'</i> Number and Street 1: City: State: Country: ZIP+4/Postal Code: If this address is a private residence, check this box:		
9.	(a) If the <i>related person</i> is an investment adviser, is it exempt from registration?	Yes	
	(b) If the answer is yes, under what exemption? PUBLISHED SEC GUIDANCE (SEE SCHEDULE D - MISCELLANEOUS)		~
10.	 (a) Is the related person registered with a foreign financial regulatory authority? (b) If the answer is yes, list the name and country, in English of each foreign financial regulatory authority with which the related person is register. No Information Filed 	C red.	•
11.	Do you and the related person share any supervised persons?	•	0
12.	Do you and the <i>related person</i> share the same physical location?	•	0
1.	Legal Name of <i>Related Person</i> :		

SAPPHIRE SPORT GPE I, L.L.C.

∠.	SAPPHIRE SPORT GPE I, L.L.C.		
3.	Related Person's SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)		
	or Other		
	Other		
4.	Related Person's (a) CRD Number (if any):		
	(b) CIK Number(s) (if any):		
	No Information Filed		
5.	Related Person is: (check all that apply) (a) □ broker-dealer, municipal securities dealer, or government securities broker or dealer (b) ☑ other investment adviser (including financial planners) (c) □ registered municipal advisor (d) □ registered security-based swap dealer (e) □ major security-based swap participant (f) □ commodity pool operator or commodity trading advisor (whether registered or exempt from registration)		
	(g) ☐ futures commission merchant (h) ☐ banking or thrift institution (i) ☐ trust company (j) ☐ accountant or accounting firm (k) ☐ lawyer or law firm (l) ☐ insurance company or agency (m) ☐ pension consultant (n) ☐ real estate broker or dealer (o) ☐ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles	Vaa	No
6.	Do you control or are you controlled by the related person?	Yes ©	
7.	Are you and the related person under common control?	•	0
8.	 (a) Does the <i>related person</i> act as a qualified custodian for your <i>clients</i> in connection with advisory services you provide to <i>clients</i>? (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presumption that you are not operationally independent (pursuant to rule 206(4)-2(d)(5)) from the <i>related person</i> and thus are not required to obtain a surprise examination for your <i>clients</i>' funds or securities that are maintained at the <i>related person</i>? (c) If you have answered "yes" to question 8.(a) above, provide the location of the <i>related person</i>'s office responsible for <i>custody</i> of your <i>clients</i>'. 	0	
	Number and Street 1: Number and Street 2: City: State: Country: ZIP+4/Postal Code:		
	If this address is a private residence, check this box:	Yes	No
9.	(a) If the <i>related person</i> is an investment adviser, is it exempt from registration?(b) If the answer is yes, under what exemption? PUBLISHED SEC GUIDANCE - (SEE SCHEDULE D-MISCELLANEOUS)		0
10.	(a) Is the <i>related person</i> registered with a <i>foreign financial regulatory authority</i>?(b) If the answer is yes, list the name and country, in English of each <i>foreign financial regulatory authority</i> with which the <i>related person</i> is register.		•
11.	No Information Filed Do you and the <i>related person</i> share any <i>supervised persons</i> ?	•	0
12.	Do you and the <i>related person</i> share the same physical location?	•	0
2.	Legal Name of <i>Related Person</i> : SAPPHIRE VENTURES (GPE) VI, L.P. Primary Business Name of <i>Related Person</i> : SAPPHIRE VENTURES (GPE) VI, L.P. <i>Related Person's</i> SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)		
	1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1		

	or Othe	er er		
1	Dolo	nted Person's		
4.	(a)	CRD Number (if any):		
	<i>(</i> 1.)			
	(b)	CIK Number(s) (if any): No Information Filed		
5.	Rela	ated Person is: (check all that apply)		
	(a)	broker-dealer, municipal securities dealer, or government securities broker or dealer		
	(b)	other investment adviser (including financial planners) registered municipal advisor		
	(c) (d)	registered municipal advisor registered security-based swap dealer		
		major security-based swap participant		
	(f)	commodity pool operator or commodity trading advisor (whether registered or exempt from registration)		
	(g) (h)	futures commission merchant banking or thrift institution		
	` ,	□ trust company		
	(j)	accountant or accounting firm		
	(k) (l)	☐ lawyer or law firm ☐ insurance company or agency		
	(m)			
	(n)	real estate broker or dealer		
	(o) (p)	sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles sponsor, general partner, managing member (or equivalent) of pooled investment vehicles		
	(P)		Yes	Nc
6.	Do 7	you control or are you controlled by the related person?	•	0
7	Δre	you and the related person under common control?	_	_
, .	7110	you and the related person ander common common.	⊙	0
8.	(a)	Does the related person act as a qualified custodian for your clients in connection with advisory services you provide to clients?	0	•
	(b)	If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presumption that you are not operationally independent (pursuant to rule 206(4)-2(d)(5)) from the <i>related person</i> and thus are not required	0	0
		to obtain a surprise examination for your <i>clients'</i> funds or securities that are maintained at the <i>related person</i> ?		
	(c)	If you have answered "yes" to question 8.(a) above, provide the location of the <i>related person's</i> office responsible for <i>custody</i> of your <i>clients'</i> and the second seco	asse	:ts:
		Number and Street 1: Number and Street 2: City: State: Country: ZIP+4/Postal Code:		
		If this address is a private residence, check this box: \square		
9	(a)	If the <i>related person</i> is an investment adviser, is it exempt from registration?	Yes ⊙	
, , .		If the answer is yes, under what exemption?	•	0
	(-)	PUBLISHED SEC GUIDANCE (SEE SCHEDULE D - MISCELLANEOUS)		
10	(a)	Is the related person registered with a foreign financial regulatory authority?	_	_
10.	• /	If the answer is yes, list the name and country, in English of each foreign financial regulatory authority with which the related person is registered.	_	•
	(-)	No Information Filed		
11.	Do 7	you and the related person share any supervised persons?	•	0
12.	Do v	you and the <i>related person</i> share the same physical location?	•	_
	20)	you and the related person share the same physical location.	•	0
				_
1.	Lega	al Name of <i>Related Person</i> :		
	SAPI	PHIRE SPORT GPE II, L.P.		
2.	Prim	nary Business Name of <i>Related Person</i> :		
		PHIRE SPORT GPE II, L.P.		
3.	Rola	ated Person's SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)		
J.	ncid -	Aca / 6/30// 3 SEC File Natiber (ii airy) (c.g., 001-, 0-, 000-, 002-)		
	or Oth			
	Othe	ਰ।		
4.		nted Person's		
	(a)	CRD Number (if any):		

	(b)	CIK Number(s) (if any):		
		No Information Filed		
5.	Dolo	ted Person is: (check all that apply)		
J.	(a)			
		other investment adviser (including financial planners)		
	(c)	registered municipal advisor		
	(d)	registered security-based swap dealer		
	(e)	major security-based swap participant		
	(f)	commodity pool operator or commodity trading advisor (whether registered or exempt from registration)		
		futures commission merchant		
	` ,	banking or thrift institution		
	• •	□ trust company		
	•	accountant or accounting firm lawyer or law firm		
		☐ lawyer or law firm ☐ insurance company or agency		
	(n) (m)			
	(n)			
		sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles		
	(p)	sponsor, general partner, managing member (or equivalent) of pooled investment vehicles		
			Yes	Ν
6.	Do y	ou control or are you controlled by the related person?	\odot	C
7.	Are y	you and the <i>related person</i> under common <i>control</i> ?	⊙	C
8.	(a)	Does the <i>related person</i> act as a qualified custodian for your <i>clients</i> in connection with advisory services you provide to <i>clients</i> ?	0	G
		If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the	0	
	,	presumption that you are not operationally independent (pursuant to rule 206(4)-2(d)(5)) from the <i>related person</i> and thus are not required to obtain a surprise examination for your <i>clients'</i> funds or securities that are maintained at the <i>related person</i> ?		•
	(c)	If you have answered "yes" to question 8.(a) above, provide the location of the related person's office responsible for custody of your clients's	asse	ets
		Number and Street 1: Number and Street 2: City: State: Country: ZIP+4/Postal Code:		
		City: State: Country: ZIP+4/Postal Code: If this address is a private residence, check this box:		
		·	Yes	Ν
9.	(a)	If the related person is an investment adviser, is it exempt from registration?	\odot	C
	(b)	If the answer is yes, under what exemption?		
		PUBLISHED SEC GUIDANCE (SEE SCHEDULE D - MISCELLANEOUS)		
10.	(a)	Is the related person registered with a foreign financial regulatory authority?	0	•
	(b)	If the answer is yes, list the name and country, in English of each <i>foreign financial regulatory authority</i> with which the <i>related person</i> is registered. No Information Filed	ed.	
11.	Do y	ou and the related person share any supervised persons?	•	C
10	_			
12.	Do y	ou and the <i>related person</i> share the same physical location?	⊙	0
1.	_	Il Name of <i>Related Person</i> :		
	SAPF	PHIRE VENTURES (GPE) V, L.L.C.		
2	Dulina	ary Business Name of <i>Related Person</i> :		
∠.		PHIRE VENTURES (GPE) V, L.L.C.		
3.	Relat	ted Person's SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)		
	or			
	Othe			
1	Dolo	tod Parsan's		
4 .	(a)	ted Person's CRD Number (if any):		
	(b)	CIK Number(s) (if any): No Information Filed		
		NO IIIIOITTALIOII FIIEU		

5. Related Person is: (check all that apply)

	(a) 🗖 broker-dealer, municipal securities dealer, or government securities broker or dealer		
	(b) other investment adviser (including financial planners)		
	(c) registered municipal advisor		
	(d) registered security-based swap dealer		
	(e) major security-based swap participant		
	(f) Commodity pool operator or commodity trading advisor (whether registered or exempt from registration)		
	(g) futures commission merchant		
	(h) banking or thrift institution		
	(i) □ trust company(j) □ accountant or accounting firm		
	·		
	(k) lawyer or law firm (l) lawyer or law firm		
	(n) pension consultant		
	(n) \square real estate broker or dealer		
	(ii) a real estate bloker of dealer (o) a sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles		
	(p) ✓ sponsor, general partner, managing member (or equivalent), excluding pooled investment vehicles		
		Yes	Nic
6	Do you control or are you controlled by the related person?		
0.	bo you control of are you controlled by the related person:	⊙	O
7	Are you and the related person under common central?	_	_
1.	Are you and the <i>related person</i> under common <i>control</i> ?	⊙	0
0			
8.	(a) Does the related person act as a qualified custodian for your clients in connection with advisory services you provide to clients?	\circ	•
	(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presumption that you are not operationally independent (pursuant to rule 206(4)-2(d)(5)) from the <i>related person</i> and thus are not required to obtain a surprise examination for your <i>clients'</i> funds or securities that are maintained at the <i>related person</i> ?	0	0
	(c) If you have answered "yes" to question 8.(a) above, provide the location of the related person's office responsible for custody of your clients'	asse	ts:
	Number and Street 1: Number and Street 2:		
	City: State: Country: ZIP+4/Postal Code:		
	If this address is a private residence, check this box: \square		
		Yes	No
9.	(a) If the related person is an investment adviser, is it exempt from registration?	\odot	0
	(b) If the answer is yes, under what exemption? PUBLISHED SEC GUIDANCE (SEE SCHEDULE D - MISCELLANEOUS)		
10.	(a) Is the related person registered with a foreign financial regulatory authority?(b) If the answer is yes, list the name and country, in English of each foreign financial regulatory authority with which the related person is registerNo Information Filed	_	•
11.	Do you and the related person share any supervised persons?	\odot	0
12.	Do you and the <i>related person</i> share the same physical location?	•	0
1.	Legal Name of <i>Related Person</i> : SAPPHIRE OPPORTUNITY (GPE) II, L.L.C.		
2.	Primary Business Name of <i>Related Person</i> :		
	SAPPHIRE OPPORTUNITY (GPE) II, L.L.C.		
3.	Related Person's SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)		
	or Other		
4.	Related Person's		
	(a) CRD Number (if any):		
	(b) CIK Number(s) (if any): No Information Filed		
5.	Related Person is: (check all that apply) (a) □ broker-dealer, municipal securities dealer, or government securities broker or dealer (b) ☑ other investment adviser (including financial planners) (c) □ registered municipal advisor (d) □ registered security-based swap dealer (e) □ major security-based swap participant		

	(f)	commodity pool operator or commodity trading advisor (whether registered or exempt from registration)		
	(g)	futures commission merchant		
	(h)	banking or thrift institution		
	(i)	trust company		
	(j) (k)	□ accountant or accounting firm □ lawyer or law firm		
	(K) (I)	insurance company or agency		
	(I) (m)	pension consultant		
	(n)	real estate broker or dealer		
	(o)	sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles		
	(p)	sponsor, general partner, managing member (or equivalent) of pooled investment vehicles		
			Yes	No
6.	Do y	you control or are you controlled by the related person?	\odot	0
7.	Are	you and the <i>related person</i> under common <i>control</i> ?	\odot	0
8.	(a)	Does the related person act as a qualified custodian for your clients in connection with advisory services you provide to clients?	\circ	\odot
	(b)	If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presumption that you are not operationally independent (pursuant to rule 206(4)-2(d)(5)) from the <i>related person</i> and thus are not required to obtain a surprise examination for your <i>clients'</i> funds or securities that are maintained at the <i>related person</i> ?	0	0
	(c)	If you have answered "yes" to question 8.(a) above, provide the location of the <i>related person's</i> office responsible for <i>custody</i> of your <i>clients'</i>	2556	ate.
	(0)	Number and Street 1: Number 2:	عدد ا	,13.
		City: State: Country: ZIP+4/Postal Code:		
		If this address is a private residence, check this box: \square		
			Yes	No
9.	(a)	If the related person is an investment adviser, is it exempt from registration?	\odot	\circ
	(b)	If the answer is yes, under what exemption?		
		PUBLISHED SEC GUIDANCE (SEE SCHEDULE D - MISCELLANEOUS)		
4.0				
10.	` ,	Is the related person registered with a foreign financial regulatory authority?	_	⊙
	(b)	If the answer is yes, list the name and country, in English of each <i>foreign financial regulatory authority</i> with which the <i>related person</i> is register No Information Filed	ed.	
11	Do v	you and the related person share any supervised persons?	_	0
	20)		٠	0
12.	Do y	you and the <i>related person</i> share the same physical location?	•	0
			•	
1.	_	al Name of <i>Related Person</i> :		
	SAPI	PHIRE VENTURES (GPE) II, L.L.C.		
2	Drim	nary Business Name of <i>Related Person</i> :		
۷.		PHIRE VENTURES (GPE) II, L.L.C.		
3.	Rela	nted Person's SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)		
	-			
	or			
	Othe			
4.	Rela	nted Person's		
••	(a)	CRD Number (if any):		
	` ,			
	(b)	CIK Number(s) (if any):		
		CIK Number		
		1697697		
_	ζ,	stad Devramies (ahadis all that apply)		
5.		nted Person is: (check all that apply) Description broker-dealer, municipal securities dealer, or government securities broker or dealer		
	(a) (b)	other investment adviser (including financial planners)		
	(c)	registered municipal advisor		
	(c) (d)	registered multicipal advisor registered security-based swap dealer		
	(e)	major security-based swap participant		
	(f)	commodity pool operator or commodity trading advisor (whether registered or exempt from registration)		
	(g)	futures commission merchant		
	(h)	□ banking or thrift institution		
	(i)	□ trust company		

	(n) (o)	accountant or accounting firm lawyer or law firm insurance company or agency pension consultant real estate broker or dealer sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles		
	(p)	sponsor, general partner, managing member (or equivalent) of pooled investment vehicles	es/	No
).	Do y	ou control or are you controlled by the related person?	•	0
_				
<i>'</i> .	Are :	you and the <i>related person</i> under common <i>control</i> ?	⊙	0
3.	(a)	Does the related person act as a qualified custodian for your clients in connection with advisory services you provide to clients?	0	•
	(b)	If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presumption that you are not operationally independent (pursuant to rule 206(4)-2(d)(5)) from the <i>related person</i> and thus are not required to obtain a surprise examination for your <i>clients</i> ' funds or securities that are maintained at the <i>related person</i> ?	0	0
	(c)	If you have answered "yes" to question 8.(a) above, provide the location of the related person's office responsible for custody of your clients's	isse	ets:
		Number and Street 1: Number and Street 2: City: State: Country: ZIP+4/Postal Code:		
		If this address is a private residence, check this box:		
				No
9.	(a)	If the <i>related person</i> is an investment adviser, is it exempt from registration?	⊙	0
	(b)	If the answer is yes, under what exemption? PUBLISHED SEC GUIDANCE - (SEE SCHEDULE D-MISCELLANEOUS)		
10.	(a)	Is the related person registered with a foreign financial regulatory authority?	0	⊙
	(b)	If the answer is yes, list the name and country, in English of each foreign financial regulatory authority with which the related person is registered. No Information Filed	ed.	
11.	Do y	ou and the related person share any supervised persons?	•	0
12	Do v	rou and the <i>related person</i> share the same physical location?	_	
12.	БО у	ou and the related person share the same physical location:	•	О
	SAP. Prim SAP. Rela or Othe	Il Name of <i>Related Person</i> : IO (GPE), L.L.C. ary Business Name of <i>Related Person</i> : IO (GPE), L.L.C. ted Person's SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-) er ted Person's CRD Number (if any):		
				ı
	(b)	CIK Number(s) (if any): No Information Filed		
5.	(a) (b) (c) (d)	ted Person is: (check all that apply) broker-dealer, municipal securities dealer, or government securities broker or dealer other investment adviser (including financial planners) registered municipal advisor registered security-based swap dealer major security-based swap participant commodity pool operator or commodity trading advisor (whether registered or exempt from registration) futures commission merchant banking or thrift institution trust company accountant or accounting firm lawyer or law firm insurance company or agency pension consultant		
	(· · ·)	real estate broker or dealer		

	(p) sponsor, general partner, managing member (or equivalent) of pooled investment vehicles		
		Yes	No
6.	Do you control or are you controlled by the related person?	•	0
7.	Are you and the related person under common control?	•	0
8.	 (a) Does the <i>related person</i> act as a qualified custodian for your <i>clients</i> in connection with advisory services you provide to <i>clients</i>? (b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presumption that you are not operationally independent (pursuant to rule 206(4)-2(d)(5)) from the <i>related person</i> and thus are not required to obtain a surprise examination for your <i>clients</i>' funds or securities that are maintained at the <i>related person</i>? (c) If you have answered "yes" to question 8.(a) above, provide the location of the <i>related person</i>'s office responsible for <i>custody</i> of your <i>clients</i>. Number and Street 1: Number and Street 2: City: State: Country: ZIP+4/Postal Code: If this address is a private residence, check this box: D 	d	© O
9.	(a) If the related person is an investment adviser, is it exempt from registration?		No
9.	(a) If the related person is an investment adviser, is it exempt from registration?(b) If the answer is yes, under what exemption?	•	0
	PUBLISHED SEC GUIDANCE (SEE SCHEDULE D-MISCELLANEOUS)		
10.	0. (a) Is the related person registered with a foreign financial regulatory authority?	0	•
	(b) If the answer is yes, list the name and country, in English of each foreign financial regulatory authority with which the related person is registed. No Information Filed	ered.	
11.	. Do you and the related person share any supervised persons?	•	0
12.	2. Do you and the <i>related person</i> share the same physical location?	•	0
3.	or Other		
4.	Related Person's (a) CRD Number (if any):		
	(b) CIK Number(s) (if any): No Information Filed		
5.	Related Person is: (check all that apply) (a) □ broker-dealer, municipal securities dealer, or government securities broker or dealer (b) ☑ other investment adviser (including financial planners) (c) □ registered municipal advisor (d) □ registered security-based swap dealer (e) □ major security-based swap participant (f) □ commodity pool operator or commodity trading advisor (whether registered or exempt from registration) (g) □ futures commission merchant (h) □ banking or thrift institution (i) □ trust company (j) □ accountant or accounting firm (k) □ lawyer or law firm (l) □ insurance company or agency (m) □ pension consultant (n) □ real estate broker or dealer (o) □ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles (p) ☑ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles		
6.	Do you control or are you controlled by the related person?		No O
		407	-

7.	Are :	you and the <i>related person</i> under common <i>control</i> ?	\odot	0
8.	(a)	Does the <i>related person</i> act as a qualified custodian for your <i>clients</i> in connection with advisory services you provide to <i>clients</i> ?	0	0
	(b)	If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presumption that you are not operationally independent (pursuant to rule 206(4)-2(d)(5)) from the <i>related person</i> and thus are not required to obtain a surprise examination for your <i>clients'</i> funds or securities that are maintained at the <i>related person</i> ?	Ö	o
	(c)	If you have answered "yes" to question 8.(a) above, provide the location of the <i>related person's</i> office responsible for <i>custody</i> of your <i>clients'</i> Number and Street 1: Number 2:	asse	ets:
		City: State: Country: ZIP+4/Postal Code: If this address is a private residence, check this box:		
	(0)	If the related person is an investment advicer, is it exempt from registration?	Yes	_
9.	(a) (b)	If the <i>related person</i> is an investment adviser, is it exempt from registration? If the answer is yes, under what exemption?	⊙	0
	(2)	PUBLISHED SEC GUIDANCE (SEE SCHEDULE D-MISCELLANEOUS)		
10	. (a)	Is the related person registered with a foreign financial regulatory authority?	0	•
	(b)	If the answer is yes, list the name and country, in English of each foreign financial regulatory authority with which the related person is register. No Information Filed	red.	
11	. Do y	ou and the related person share any supervised persons?	•	0
12	. Do y	you and the <i>related person</i> share the same physical location?	•	0
1.	_	Name of <i>Related Person</i> : PHIRE VENTURES (GPE) I, L.L.C.		
2.		ary Business Name of <i>Related Person</i> : PHIRE VENTURES (GPE) I, L.L.C.		
3.	Rela -	ted Person's SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)		
	or Othe			
	Otric			
4.	Rela (a)	ted Person's CRD Number (if any):		
	(b)	CIK Number(s) (if any):		
		CIK Number		
		1634035		
5.	Rela (a)	ted Person is: (check all that apply) Display broker-dealer, municipal securities dealer, or government securities broker or dealer		
	(b)	other investment adviser (including financial planners)		
	(c) (d)	registered municipal advisor registered security-based swap dealer		
	(e)	major security-based swap participant		
	(f)	 commodity pool operator or commodity trading advisor (whether registered or exempt from registration) futures commission merchant 		
	(g) (h)	banking or thrift institution		
	(i)	☐ trust company		
	(j) (k)	accountant or accounting firm lawyer or law firm		
	(I)	insurance company or agency		
	(m)	pension consultant		
	(n) (o)	real estate broker or dealer sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles		
	(p)	sponsor, general partner, managing member (or equivalent) of pooled investment vehicles	V-	N =
6.	Do y	rou control or are you controlled by the related person?	Yes	No
				7
7.	Are	you and the <i>related person</i> under common <i>control</i> ?	•	0
8.	(a)	Does the related person act as a qualified custodian for your clients in connection with advisory services you provide to clients?	O	•

7. Are you and the *related person* under common *control*?

	(b) (c)	If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presumption that you are not operationally independent (pursuant to rule 206(4)-2(d)(5)) from the <i>related person</i> and thus are not required to obtain a surprise examination for your <i>clients</i> ' funds or securities that are maintained at the <i>related person</i> ? If you have answered "yes" to question 8.(a) above, provide the location of the <i>related person</i> 's office responsible for <i>custody</i> of your <i>clients</i> '.		ets:
		Number and Street 1: Number and Street 2: City: State: Country: ZIP+4/Postal Code:		
		If this address is a private residence, check this box:		
9.	(a)	If the <i>related person</i> is an investment adviser, is it exempt from registration?	Yes ©	No O
		If the answer is yes, under what exemption?		
		PUBLISHED SEC GUIDANCE (SEE SCHEDULE D-MISCELLANEOUS)		
10.	(a)	Is the related person registered with a foreign financial regulatory authority?	0	•
	(b)	If the answer is yes, list the name and country, in English of each <i>foreign financial regulatory authority</i> with which the <i>related person</i> is registed. No Information Filed	red.	
11.	Do y	you and the related person share any supervised persons?	•	0
	_			
12.	Do y	ou and the related person share the same physical location?	•	0
۱.	_	al Name of <i>Related Person</i> : PHIRE OPPORTUNITY (GPE) I, L.L.C.		
2.	Prim	ary Business Name of <i>Related Person</i> :		
	SAPF	PHIRE OPPORTUNITY (GPE) I, L.L.C.		
3.	Rela	ted Person's SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)		
	or			
	Othe			
1.		ted Person's		
	(a)	CRD Number (if any):		
	(b)	CIK Number(s) (if any): CIK Number		
		187758		
5.	Rela	ted Person is: (check all that apply)		
	` ,	broker-dealer, municipal securities dealer, or government securities broker or dealer		
	` ,	other investment adviser (including financial planners) registered municipal advisor		
	` ,	registered multicipal advisor registered security-based swap dealer		
	(-)	major security-based swap participant		
	(f)	commodity pool operator or commodity trading advisor (whether registered or exempt from registration)		
	(g)	futures commission merchant		
	()	banking or thrift institution		
		trust company		
	(j) (k)	□ accountant or accounting firm □ lawyer or law firm		
	(N) (I)	insurance company or agency		
	• •	pension consultant		
	(n)	real estate broker or dealer		
	(o)	sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles		
	(p)	sponsor, general partner, managing member (or equivalent) of pooled investment vehicles		
O.	Do y	you control or are you controlled by the related person?	Yes •	No O
7	Aro v	you and the <i>related person</i> under common <i>control</i> ?		
	ALE)	you and the related person under common control!	•	0
3.	(a)	Does the related person act as a qualified custodian for your clients in connection with advisory services you provide to clients?	0	⊙
	(b)	If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presumption that you are not operationally independent (pursuant to rule 206(4)-2(d)(5)) from the <i>related person</i> and thus are not required to obtain a surprise examination for your <i>clients'</i> funds or securities that are maintained at the <i>related person</i> ?	0	0
	(c)	If you have answered "yes" to question 8.(a) above, provide the location of the <i>related person's</i> office responsible for <i>custody</i> of your <i>clients</i>	'ass	ets.

	Number and Street 1: Number and Street 2:			
		4/Postal Code:		
	If this address is a private residence, check this box: \square			.
0 (0)	(a) If the valeted verses is an investment advicer is it everent from registration?	Yes		
	(a) If the <i>related person</i> is an investment adviser, is it exempt from registration?	0	1 1	⊙
(b)	(b) If the answer is yes, under what exemption?			
10 (-)				
10. (a)				⊙
(b)	(b) If the answer is yes, list the name and country, in English of each <i>foreign financial regulatory auth</i> No Information Filed	nority with which the related person is registered.		
11 Do				
II. Do	Do you and the related person share any supervised persons?	•	1	
10.5				
12. Do	Do you and the <i>related person</i> share the same physical location?	•	1	
				$\overline{}$
1. Le	Legal Name of Related Person:			
	SAPPHIRE VENTURES (GPE) III, L.L.C.			
2. Pri	Primary Business Name of Related Person:			
SA	SAPPHIRE VENTURES (GPE) III, L.L.C.			
3. Re	Related Person's SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)			
-				
or	or Other			
	other			
4. Re	Related Person's			
	(a) CRD Number (if any):			- 1
(b)	(b) CIK Number(s) (if any):			
	CIK Number			
	1844644			
E Do	Polated Person is, (sheek all that apply)			
	 Related Person is: (check all that apply) (a) □ broker-dealer, municipal securities dealer, or government securities broker or dealer 			
	(b) ✓ other investment adviser (including financial planners)			
(c)				
	(d) registered security-based swap dealer			
	(e) ☐ major security-based swap participant			
(f)		registration)		
	(g) ☐ futures commission merchant	,		
	(h) banking or thrift institution			
(i)	(i) \square trust company			
(j)	(j) \square accountant or accounting firm			
(k)	(k) lawyer or law firm			
(1)	(I) insurance company or agency			
(m	(m) pension consultant			
(n)	(n) real estate broker or dealer			
' '	(o) sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment v	rehicles		
(p)	(p) ✓ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles		_	
		Yes		4O
6. Do	Do you control or are you controlled by the related person?	•	1	
7. Are	Are you and the related person under common control?	•	1	\circ
8. (a)	(a) Does the <i>related person</i> act as a qualified custodian for your <i>clients</i> in connection with advisory s		1	⊙
(b)	(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a		1	0
	presumption that you are not operationally independent (pursuant to rule 206(4)-2(d)(5)) from the obtain a surprise examination for your eliental funds or acquirities that are maintained at the rule of the control of	·		
	to obtain a surprise examination for your <i>clients'</i> funds or securities that are maintained at the r	·		
(c)		office responsible for <i>custody</i> of your <i>clients'</i> ass	set	S:
	Number and Street 1: Number and Street 2: City: State: Country: ZIP+	4/Postal Code:		
	If this address is a private residence, check this box: \Box	33(4) 3346.		
		Yes	s ľ	oV
9. (a)	(a) If the related person is an investment adviser, is it exempt from registration?	•	1 1	0

		If the answer is yes, under what exemption? PUBLISHED SEC GUIDANCE (SEE SCHEDULE D-MISCELLANEOUS)		
10.	(a)	Is the related person registered with a foreign financial regulatory authority?	0	•
		If the answer is yes, list the name and country, in English of each <i>foreign financial regulatory authority</i> with which the <i>related person</i> is register. No Information Filed		٠
11.	Do y	ou and the related person share any supervised persons?	•	0
12.	Do y	rou and the related person share the same physical location?	•	0
1.	_	nl Name of <i>Related Person</i> : PHIRE FUND INVESTMENTS III (GPE) L.L.C.		
2.		ary Business Name of <i>Related Person</i> : PHIRE FUND INVESTMENTS III (GPE) L.L.C.		
3.	Relat	ted Person's SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)		
	or Othe	er -		
4.		ted Person's		
		CRD Number (if any): CIK Number(s) (if any):		
	(0)	No Information Filed		
	(a) (b) (c) (d) (e) (f) (g) (h) (i) (j) (k) (l) (n) (o) (p)	real estate broker or dealer sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles sponsor, general partner, managing member (or equivalent) of pooled investment vehicles	Yes ⊙	
7.	Are y	you and the <i>related person</i> under common <i>control</i> ?	⊙ ⊙	
8.	(b)	Does the <i>related person</i> act as a qualified custodian for your <i>clients</i> in connection with advisory services you provide to <i>clients</i> ? If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presumption that you are not operationally independent (pursuant to rule 206(4)-2(d)(5)) from the <i>related person</i> and thus are not required to obtain a surprise examination for your <i>clients</i> ' funds or securities that are maintained at the <i>related person</i> ? If you have answered "yes" to question 8.(a) above, provide the location of the <i>related person</i> 's office responsible for <i>custody</i> of your <i>clients</i> 's Number and Street 1: Number and Street 2: City: State: Country: ZIP+4/Postal Code: If this address is a private residence, check this box:		o ets:
_			Yes	No
9.	(b)	If the <i>related person</i> is an investment adviser, is it exempt from registration? If the answer is yes, under what exemption? PUBLISHED SEC CUIDANCE (SEE SCHEDULE D. MISCELLANEOUS)	•	0
		PUBLISHED SEC GUIDANCE (SEE SCHEDULE D-MISCELLANEOUS)		
10.		Is the related person registered with a foreign financial regulatory authority?		•
	(b)	If the answer is yes, list the name and country, in English of each foreign financial regulatory authority with which the related person is registered	Ja.	

	No Information Filed		
11.	Do you and the related person share any supervised persons?	•	C
12.	Do you and the <i>related person</i> share the same physical location?	\odot	C
			_
1.	Legal Name of Related Person:		
	SAPPHIRE VENTURES (GPE) VII, L.P.		
2.	Primary Business Name of <i>Related Person</i> :		
	SAPPHIRE VENTURES (GPE) VII, L.P.		
	Deleted Demonto CEC File Number (if any) (a.m. 001 0 000)		
3.	Related Person's SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)		
	or		
	Other		
4.	Related Person's		
	(a) CRD Number (if any):		
	(b) CIK Number(s) (if any): No Information Filed		
5.	Related Person is: (check all that apply) (a) Double broker-dealer, municipal securities dealer, or government securities broker or dealer		
	 (a)		
	(c) \square registered municipal advisor		
	(d) \square registered security-based swap dealer		
	(e) major security-based swap participant		
	(f) commodity pool operator or commodity trading advisor (whether registered or exempt from registration)		
	(g) futures commission merchant(h) banking or thrift institution		
	(i) \square trust company		
	(j) accountant or accounting firm		
	(k) \square lawyer or law firm		
	(I) Insurance company or agency		
	(m) pension consultant		
	 (n) □ real estate broker or dealer (o) □ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles 		
	(p) Sponsor, general partner, managing member (or equivalent) of pooled investment vehicles		
		Yes	Ν
6.	Do you control or are you controlled by the related person?	\odot	C
_	And the contest of property and the contest of property and the contest of the co		
/.	Are you and the related person under common control?	⊙	C
8.	(a) Does the related person act as a qualified custodian for your clients in connection with advisory services you provide to clients?	0	6
	(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the	0	
	presumption that you are not operationally independent (pursuant to rule 206(4)-2(d)(5)) from the <i>related person</i> and thus are not required		
	to obtain a surprise examination for your clients' funds or securities that are maintained at the related person?		
	(c) If you have answered "yes" to question 8.(a) above, provide the location of the <i>related person's</i> office responsible for <i>custody</i> of your <i>clients'</i> Number and Street 1: Number 2:	asse	:ts
	City: State: Country: ZIP+4/Postal Code:		
	If this address is a private residence, check this box: \square		
		Yes	
9.		⊙	C
	(b) If the answer is yes, under what exemption? PUBLISHED SEC GUIDANCE (SEE SCHEDULE D - MISCELLANEOUS)		
10.	(a) Is the related person registered with a foreign financial regulatory authority?	\circ	0
	(b) If the answer is yes, list the name and country, in English of each <i>foreign financial regulatory authority</i> with which the <i>related person</i> is register	ed.	
11	No Information Filed Do you and the <i>related person</i> share any <i>supervised persons</i> ?	_	
11.	Do you and the related person share any supervised persons:	⊙	C

⊙ ○

12. Do you and the *related person* share the same physical location?

	Legal Name of <i>Related Person</i> : SAPPHIRE VENTURES (MGP), L.L.C.		
	Primary Business Name of <i>Related Person</i> : SAPPHIRE VENTURES (MGP), L.L.C.		
3.	Related Person's SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)		
	- or		
	Other		
4.	Related Person's		
	(a) CRD Number (if any):		
	(b) CIK Number(s) (if any): No Information Filed		
	Related Person is: (check all that apply) (a)	Yes ⊙	: No
7.	Are you and the <i>related person</i> under common <i>control</i> ?	•	0
3.	(a) Does the related person act as a qualified custodian for your clients in connection with advisory services you provide to clients?	0	•
	(b) If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the presumption that you are not operationally independent (pursuant to rule 206(4)-2(d)(5)) from the <i>related person</i> and thus are not reconstrained as surprise examination for your <i>clients'</i> funds or securities that are maintained at the <i>related person</i> ?	O quired	0
	(c) If you have answered "yes" to question 8.(a) above, provide the location of the related person's office responsible for custody of your contents.	clients' asse	ets:
	Number and Street 1: Number and Street 2: City: State: Country: ZIP+4/Postal Code:		
	If this address is a private residence, check this box:		
9.	(a) If the <i>related person</i> is an investment adviser, is it exempt from registration?	Yes ©	No O
	(b) If the answer is yes, under what exemption?		
	PUBLISHED SEC GUIDANCE (SEE SCHEDULE D - MISCELLANEOUS)		
10.	 (a) Is the related person registered with a foreign financial regulatory authority? (b) If the answer is yes, list the name and country, in English of each foreign financial regulatory authority with which the related person is related person. No Information Filed 	_	•
11.	Do you and the related person share any supervised persons?	•	0
	Do you and the related person share the same physical location?	_	0

SAPPHIRE SPORT (MGP), L.L.C.

		PHIRE SPORT (MGP), L.L.C.		
3.	Rela	ted Person's SEC File Number (if any) (e.g., 801-, 8-, 866-, 802-)		
	- or			
	or Othe			
	0			
4.	Rela	ted Person's		
	(a)	CRD Number (if any):		
	(b)	CIK Number(s) (if any):		
	(6)	No Information Filed		
5.	Rela	ted Person is: (check all that apply)		
		broker-dealer, municipal securities dealer, or government securities broker or dealer		
	(b)	other investment adviser (including financial planners)		
	(c)	registered municipal advisor		
		registered security-based swap dealer		
	` '	major security-based swap participant		
		commodity pool operator or commodity trading advisor (whether registered or exempt from registration)		
		futures commission merchant banking or thrift institution		
		trust company		
	• •	accountant or accounting firm		
	(k)	☐ lawyer or law firm		
	(l)	insurance company or agency		
	(m)	·		
	` ,	real estate broker or dealer		
	(o) (p)	 □ sponsor or syndicator of limited partnerships (or equivalent), excluding pooled investment vehicles □ sponsor, general partner, managing member (or equivalent) of pooled investment vehicles 		
	(b)	sponsor, general partner, managing member (or equivalent) or pooled investment venicles	Yes	No
6.	Do y	you control or are you controlled by the related person?	•	
7.	Are <u>y</u>	you and the <i>related person</i> under common <i>control</i> ?	•	0
8.	(a)	Does the related person act as a qualified custodian for your clients in connection with advisory services you provide to clients?	0	•
	(b)	If you are registering or registered with the SEC and you have answered "yes," to question 8.(a) above, have you overcome the	0	0
		presumption that you are not operationally independent (pursuant to rule 206(4)-2(d)(5)) from the <i>related person</i> and thus are not required to obtain a surprise examination for your <i>clients'</i> funds or securities that are maintained at the <i>related person</i> ?		
	(c)	If you have answered "yes" to question 8.(a) above, provide the location of the related person's office responsible for custody of your clients	asse	ets:
		Number and Street 1: Number and Street 2: City: State: Country: ZIP+4/Postal Code:		
		City: State: Country: ZIP+4/Postal Code: If this address is a private residence, check this box:		
			Yes	No
9.	(a)	If the related person is an investment adviser, is it exempt from registration?	•	0
	(b)	If the answer is yes, under what exemption?		
		PUBLISHED SEC GUIDANCE (SEE SCHEDULE D - MISCELLANEOUS)		
10.	(a)	Is the related person registered with a foreign financial regulatory authority?	0	•
	(b)	If the answer is yes, list the name and country, in English of each <i>foreign financial regulatory authority</i> with which the <i>related person</i> is registed. No Information Filed		
11.	Do y	you and the related person share any supervised persons?	•	0
12.	Do y	you and the <i>related person</i> share the same physical location?	•	0

B.	Are	you an adviser to any <i>private fund</i> ?	•	C
	sen rep 7.B	yes," then for each private fund that you advise, you must complete a Section 7.B.(1) of Schedule D, except in certain circumstances described in stence and in Instruction 6 of the Instructions to Part 1A. If you are registered or applying for registration with the SEC or reporting as an SEC executoring adviser, and another SEC-registered adviser or SEC exempt reporting adviser reports this information with respect to any such private fund (1) of Schedule D of its Form ADV (e.g., if you are a subadviser), do not complete Section 7.B.(1) of Schedule D with respect to that private fund. Stead, complete Section 7.B.(2) of Schedule D.	mpt in Sectic	on
	cod	either case, if you seek to preserve the anonymity of a private fund client by maintaining its identity in your books and records in numerical or alph le, or similar designation, pursuant to rule 204-2(d), you may identify the private fund in Section 7.B.(1) or 7.B.(2) of Schedule D using the same c signation in place of the fund's name.		
SE	CTI	ON 7.B.(1) <i>Private Fund</i> Reporting		
A	. PF	RIVATE FUND		
<u> </u>	nfoı	rmation About the <i>Private Fund</i>		
	1.	 (a) Name of the <i>private fund</i>: SAP.IO FUND, L.P. (b) <i>Private fund</i> identification number: (include the "805-" prefix also) 805-4634910194 		
:	2.	Under the laws of what state or country is the <i>private fund</i> organized: State: Delaware Country: United States		
	3.	(a) Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity): Name of General Partner, Manager, Trustee, or Director SAP.IO FUND (GPE), L.L.C.		
		(b) If filing an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.		
		No Information Filed		
	1.	The <i>private fund</i> (check all that apply; you must check at least one): (1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940 (2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940		
	<u>.</u>	List the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.		
		No Information Filed		
			Yes N	1 0
	ó .	(a) Is this a "master fund" in a master-feeder arrangement?	0 (•
		(b) If yes, what is the name and private fund identification number (if any) of the feeder funds investing in this private fund?		
		No Information Filed		
		(a) Le this a "feeder fund" in a reactor feeder arrangement?	Yes N	lo
		(c) Is this a "feeder fund" in a master-feeder arrangement?(d) If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests? Name of <i>private fund</i>:	0 (•
		Private fund identification number: (include the "805-" prefix also)		

Yes No

Item 7 Private Fund Reporting

7.	If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for each of the feeder funds answer the following questions:					
	No Information Filed					
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it is multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.					
		Yes	No			
8.	(a) Is this <i>private fund</i> a "fund of funds"?	_	⊙			
	NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.					
	(b) If yes, does the private fund invest in funds managed by you or by a related person?	0	0			
		Yes	No			
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?	0	•			
10.	What type of fund is the <i>private fund</i> ?					
	O hedge fund O liquidity fund O private equity fund O real estate fund O securitized asset fund O venture capital fund O Other private	te fur	nd:			
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.					
11.	Current gross asset value of the <i>private fund</i> : \$ 40,060,714					
<u>Ow</u>	vnership vnership					
12.	Minimum investment commitment required of an investor in the <i>private fund</i> : \$ 26,000,000					
	NOTE: Report the amount routinely required of investors who are not your related persons (even if different from the amount set forth in the organizational documents of the fund).					
13.	Approximate number of the <i>private fund's</i> beneficial owners:					
14.	What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> : 1%					
15.	(a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds: 0%					
	(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	Yes ©	No O			
16.	What is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> : 99%					
You	ur Advisory Services					
		Yes	No			
17.	(a) Are you a subadviser to this <i>private fund</i> ?	0	•			
	(b) If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the <i>private fund</i> . If the answer question 17.(a) is "no," leave this question blank.	to				
	No Information Filed					
10	(a) Do any investment advisors (other than the investment advisors listed in Costian 7.D. (1) A.2. (b)) advisor than the investment advisors	Yes				
ıŏ.	(a) Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) advise the private fund?	0	⊙			

		to question 18.(a) is "no," leave this question blank.	No Information Filed		
				Yes	No
19.	Are	e your clients solicited to invest in the private fund?		0	•
	NO7	DTE: For purposes of this question, do not consider feeder funds of	f the private fund.		
	App 0%	proximately what percentage of your <i>clients</i> has invested in the	e private fund?		
<u>Priv</u>	ate_	e Offering			
21.	Has	s the private fund ever relied on an exemption from registration	n of its securities under Regulation D of the Securities Act of 1933?	Yes	No ⊙
22.	If ye	yes, provide the <i>private fund's</i> Form D file number (if any):	la Information Filad		
		N	lo Information Filed		
3. SE	RVI(ICE PROVIDERS			
Aud	itors	<u>rs</u>		Yes	Ne
23.	(a)	(1) Are the <i>private fund's</i> financial statements subject to an ai	nnual audit?	(O	0
		(2) If the answer to question 23.(a)(1) is "yes," are the finance	cial statements prepared in accordance with U.S. GAAP?	•	o
		If the answer to question 23.(a)(1) is "yes," respond to quest you must complete questions (b) through (f) separately for ea	tions (b) through (h) below. If the <i>private fund</i> uses more than one auditing ach auditing firm.	g firm	,
		Additional Auditor Information : 1 Record(s) Filed.			
		If the answer to question 23.(a)(1) is "yes," respond to question, you must complete questions (b) through (f) separatel (b) Name of the auditing firm:	estions (b) through (h) below. If the <i>private fund</i> uses more than one audit ly for each auditing firm.	ing	
		FRANK, RIMERMAN & CO LLP			
		(c) The location of the auditing firm's office responsible for	the <i>private fund's</i> audit (city, state and country):		
		City: State:	Country:		
		PALO ALTO California	United States	∕es N	No.
		(d) Is the auditing firm an independent public accountant?		_	0
			· ·		
		(e) Is the auditing firm registered with the Public Company	Accounting Oversight Board?	•	0
		If yes, Public Company Accounting Oversight Board-Ass	igned Number:		
		(f) If "yes" to (e) above, is the auditing firm subject to reg accordance with its rules?	ular inspection by the Public Company Accounting Oversight Board in	⊙ (0
				Yes	Ne
		Are the <i>private fund's</i> audited financial statements for the mos investors?	st recently completed fiscal year distributed to the <i>private fund's</i>	©	O
	(h)	Do all of the reports prepared by the auditing firm for the priv	vate fund since your last annual updating amendment contain unqualified op	inions	s?
		If you check "Report Not Yet Received," you must promptly file a	an amendment to your Form ADV to update your response when the report is	availa	ble.
<u>Prim</u>	<u> 1е В</u>	<u>Broker</u>			
1	(2)	Doos the private fundings and an arrange with 1		Yes	
∠4.	(a)	Does the <i>private fund</i> use one or more prime brokers?		0	⊙

If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the private fund uses. If the private

fund uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker.

		No Informa	ation Filed	
Custodi	<u>an</u>			Yes No
25. (a)	Does the <i>private fund</i> use any custodians (incl If the answer to question 25.(a) is "yes," resp uses more than one custodian, you must com	oond to questions (b) throu	gh (g) below for each custodian the <i>private fund</i> uses. I	⊙ ○
	Additional Custodian Information : 1 Record	d(s) Filed.		
	If the answer to question 25.(a) is "yes," re fund uses more than one custodian, you mu	•	ough g) below for each custodian the <i>private fund</i> uses. hrough (g) separately for each custodian.	If the <i>private</i>
	(b) Legal name of custodian: SILICON VALLEY BANK			
	(c) Primary business name of custodian: SILICON VALLEY BANK			
	(d) The location of the custodian's office res	sponsible for <i>custody</i> of the	private fund's assets (city, state and country):	
	City:	State:	Country:	
	MENLO PARK	California	United States	Yes No
	(e) Is the custodian a related person of your	firm?		0 0
	(f) If the custodian is a broker-dealer, prov	ide its SEC registration nun	nber (if any):	
	CRD Number (if any):			
	identifier (if any)	or is a broker-dealer but do	oes not have an SEC registration number, provide its <i>leg</i>	gal entity
	0K2D5AK28E3O5CC06E35			
Adminis	strator Does the <i>private fund</i> use an administrator oth	oor than your firm?		Yes No
20. (a)	·	ond to questions (b) throu	gh (f) below. If the <i>private fund</i> uses more than one adn r.	○
		No Informa	ation Filed	
	r related person?	ne <i>private fund's</i> assets (by	value) was valued by a <i>person</i> , such as an administrato	r, that is not
rele	,	rposes of investor subscrip	cedure established for that asset, if any, including obta tions, redemptions or distributions, and fee calculations	0 0
Markete	<u>ers</u>			Yes No
28. (a)	Does the <i>private fund</i> use the services of some	eone other than you or you	r <i>employees</i> for marketing purposes?	res No
	You must answer "yes" whether the <i>person</i> as similar <i>person</i> . If the answer to question 28. (a	cts as a placement agent, o) is "yes," respond to ques	onsultant, finder, introducer, municipal advisor or other tions (b) through (g) below for each such marketer the e questions (b) through (g) separately for each markete	solicitor, or private fund

1.	(a) Name of the <i>private fund</i> : SAPPHIRE FUND INVESTMENTS II, L.P. (b) <i>Private fund</i> identification number: (include the "805-" prefix also) 805-8634076807 Under the laws of what state or country is the <i>private fund</i> organized:	
2.	SAPPHIRE FUND INVESTMENTS II, L.P. (b) Private fund identification number: (include the "805-" prefix also) 805-8634076807 Under the laws of what state or country is the private fund organized:	
3.		
3.	State: Country: Delaware United States	
	(a) Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity):	
	Name of General Partner, Manager, Trustee, or Director SAPPHIRE FUND INVESTMENTS II (GPE) L.L.C.	
	(b) If filing an <i>umbrella registration</i> , identify the <i>filing adviser</i> and/or <i>relying adviser(s)</i> that sponsor(s) or manage(s) this <i>private fund</i> . No Information Filed	
	The <i>private fund</i> (check all that apply; you must check at least one): (1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940 (2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940	
5.	List the name and country, in English, of each <i>foreign financial regulatory authority</i> with which the <i>private fund</i> is registered. No Information Filed	
	Yes	No
6.	(a) Is this a "master fund" in a master-feeder arrangement?	•
	(b) If yes, what is the name and <i>private fund</i> identification number (if any) of the feeder funds investing in this <i>private fund</i> ? No Information Filed	
	NO THOLITIATION FILED	
	Yes (c) Is this a "feeder fund" in a master-feeder arrangement?	No •
	(d) If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests? Name of <i>private fund</i> :	
	Private fund identification number: (include the "805-" prefix also)	
	NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section 7.B.(for the master-feeder arrangement or reporting on the funds separately.	[1)
	If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for each the feeder funds answer the following questions:	h of
	No Information Filed	
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all of the assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it issue multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.	

8. (a) Is this *private fund* a "fund of funds"?

O

No Information Filed

	NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.	nt	
	(b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ?	•	0
		~	~
		Yes	No
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?	0	•
10.	What type of fund is the private fund?		
	O hedge fund O liquidity fund O private equity fund O real estate fund O securitized asset fund O venture capital fund O Other private	ate fur	nd:
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		
11.	Current gross asset value of the <i>private fund</i> : \$ 536,854,001		
Ow	vnership		
12.	Minimum investment commitment required of an investor in the <i>private fund</i> : \$ 450,000,000		
	NOTE: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set forth in thorganizational documents of the fund).	ıe	
13.	Approximate number of the <i>private fund's</i> beneficial owners:		
14.	What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> : 1%		
15.	(a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds: 0%		
	(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	Yes •	No O
16.	What is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> : 99%		
Υοι	ur Advisory Services		
		Yes	No
17.	(a) Are you a subadviser to this <i>private fund</i> ?	0	\odot
	(b) If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the <i>private fund</i> . If the answer question 17.(a) is "no," leave this question blank.	r to	
	No Information Filed		
		Yes	No
18.	(a) Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) advise the private fund?	0	\odot
	(b) If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private fund</i> . If the to question 18.(a) is "no," leave this question blank.	e answ	er
	No Information Filed		
		Yes	No
19.	Are your <i>clients</i> solicited to invest in the <i>private fund</i> ?	0	\odot
	NOTE: For purposes of this question, do not consider feeder funds of the private fund.		
20.	Approximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ? 0%		
D~!-	vata Offerina		
<u>~11\</u>	vate Offering	Yes	No
21.	Has the private fund ever relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1933?	0	•

	No Information Filed		
B. SERVI	CE PROVIDERS		
Auditor	<u>s</u>		
23. (a)	(1) Are the <i>private fund's</i> financial statements subject to an annual audit?	Yes	s No
` ,	(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?	•	0
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one audityou must complete questions (b) through (f) separately for each auditing firm.	ting firm	٦,
	Additional Auditor Information : 1 Record(s) Filed.		
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one autirm, you must complete questions (b) through (f) separately for each auditing firm.	uditing	
	(b) Name of the auditing firm: KPMG, LLP		
	(c) The location of the auditing firm's office responsible for the <i>private fund's</i> audit (city, state and country):		
	City: State: Country:		
	GRAND CAYMAN Cayman Islands	Yes	No
	(d) Is the auditing firm an independent public accountant?	•	0
	(e) Is the auditing firm registered with the Public Company Accounting Oversight Board?	•	0
	If yes, Public Company Accounting Oversight Board-Assigned Number: 185		
	(f) If "yes" to (e) above, is the auditing firm subject to regular inspection by the Public Company Accounting Oversight Board in accordance with its rules?	•	0
		Yes	s No
(g)	Are the <i>private fund's</i> audited financial statements for the most recently completed fiscal year distributed to the <i>private fund's</i> investors?	•	0
(h)	Do all of the reports prepared by the auditing firm for the private fund since your last annual updating amendment contain unqualified	opinion	s?
	If you check "Report Not Yet Received," you must promptly file an amendment to your Form ADV to update your response when the report	is availa	able.
Prime E	<u>Broker</u>		
		Yes	s No
24. (a)	Does the <i>private fund</i> use one or more prime brokers? If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the <i>private fund</i> uses. If	the privi	
	fund uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker.	THE PITVA	ale
	Additional Prime Broker Information : 3 Record(s) Filed.		
	If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the <i>private fund</i> uses. <i>private fund</i> uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker.	If the	
	(b) Name of the prime broker: MERRILL LYNCH, PIERCE, FENNER & SMITH INCORPORATED		
	(c) If the prime broker is registered with the SEC, its registration number: 8 - 7221		
	CRD Number (if any): 7691		

22. If yes, provide the *private fund's* Form D file number (if any):

SAN FRANCISCO (a) Doos this prime broker act as	California	United States	
(a) Doos this prime broker act as			Ye
(e) Does this prime broker act as	custodian for some or all of the private f	und's assets?	•
•		h (e) below for each prime broker the <i>pri</i> ns (b) through (e) separately for each pri	
(b) Name of the prime broker: MORGAN STANLEY			
(c) If the prime broker is register 8 - 68191	red with the SEC, its registration number:		
CRD Number (if any): 149777			
,	ice used principally by the <i>private fund</i> (ci		
City: MENLO PARK	State: California	Country: United States	
			Ye
(e) Does this prime broker act as	custodian for some or all of the private f	und's assets?	•
•		h (e) below for each prime broker the <i>pri</i> ns (b) through (e) separately for each pri	
•	orime broker, you must complete questio	·	
(c) If the prime broker is register	orime broker, you must complete questio	ns (b) through (e) separately for each pri	
private fund uses more than one p(b) Name of the prime broker: RAYMOND JAMES & ASSOCIAT(c) If the prime broker is register 8 - 10999	orime broker, you must complete question	ns (b) through (e) separately for each pri	
(c) If the prime broker is register	orime broker, you must complete question	ns (b) through (e) separately for each pri	
(b) Name of the prime broker: RAYMOND JAMES & ASSOCIAT (c) If the prime broker is register 8 - 10999 CRD Number (if any): 705	orime broker, you must complete question	ns (b) through (e) separately for each pri	
(b) Name of the prime broker: RAYMOND JAMES & ASSOCIAT (c) If the prime broker is register 8 - 10999 CRD Number (if any): 705 (d) Location of prime broker's off City:	red with the SEC, its registration number: ice used principally by the <i>private fund</i> (ci	ns (b) through (e) separately for each pri ty, state and country): Country:	
(b) Name of the prime broker: RAYMOND JAMES & ASSOCIAT (c) If the prime broker is register 8 - 10999 CRD Number (if any): 705 (d) Location of prime broker's off	orime broker, you must complete question in the second sec	ns (b) through (e) separately for each pri	me broker.
private fund uses more than one p (b) Name of the prime broker: RAYMOND JAMES & ASSOCIAT (c) If the prime broker is register 8 - 10999 CRD Number (if any): 705 (d) Location of prime broker's off City: ST PETERSBURG	red with the SEC, its registration number: ice used principally by the <i>private fund</i> (ci	ty, state and country): Country: United States	me broker. Ye
(c) If the prime broker is register 8 - 10999 CRD Number (if any): 705 (d) Location of prime broker's off City: ST PETERSBURG	red with the SEC, its registration numbers ice used principally by the <i>private fund</i> (cistate:	ty, state and country): Country: United States	
private fund uses more than one p (b) Name of the prime broker: RAYMOND JAMES & ASSOCIAT (c) If the prime broker is register 8 - 10999 CRD Number (if any): 705 (d) Location of prime broker's off City: ST PETERSBURG	red with the SEC, its registration numbers ice used principally by the <i>private fund</i> (cistate:	ty, state and country): Country: United States	me broker. Ye ⊙
private fund uses more than one private fund uses more than one private fund uses more than one private fund in the prime broker: (b) Name of the prime broker: RAYMOND JAMES & ASSOCIAT (c) If the prime broker is register 8 - 10999 CRD Number (if any): 705 (d) Location of prime broker's off City: ST PETERSBURG (e) Does this prime broker act as	red with the SEC, its registration number: ice used principally by the <i>private fund</i> (ci State: Florida s custodian for some or all of the <i>private f</i>	ty, state and country): Country: United States	me broker. Ye

If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the *private fund* uses. If the *private fund* uses more than one custodian, you must complete questions (b) through (g) separately for each custodian.

(b) Legal name of custodian: MERRILL LYNCH, PIERCE, FENNER & SMITH INCORPORATED

(c) Primary business name of custodian:
MERRILL LYNCH, PIERCE, FENNER & SMITH INCORPORATED

(d) The location of the custodian's office responsible for *custody* of the *private fund's* assets (city, state and country):

	City: SAN FRANCISCO	State: California	Country: United States	
	SAN FRANCISCO	California	United States	Yes No
(e)	Is the custodian a <i>related person</i> of your firm?			0 0
(f)	If the custodian is a broker-dealer, provide its SEG	C registration number (if an	y):	
	8 - 7221			
	CRD Number (if any): 7691			
(g)	If the custodian is not a broker-dealer, or is a broidentifier (if any)	oker-dealer but does not ha	ve an SEC registration number, provide its <i>lega</i>	al entity
	he answer to question 25.(a) is "yes," respond to duses more than one custodian, you must comple		•	f the <i>private</i>
rarr	a ases more than one castodian, you must comple	te questions (b) through (g	g separatery for each custodian.	
(b)	Legal name of custodian: MORGAN STANLEY SMITH BARNEY LLC			
(0)	Drimary business name of austodian.			
(C)	Primary business name of custodian: MORGAN STANLEY			
(4)	The location of the custodian's office responsible	for custody of the private fu	and's assets (sity, state and sountry):	
(u)	City: State		Country:	
	MENLO PARK Calif	ornia	United States	Vac Na
(e)	Is the custodian a <i>related person</i> of your firm?			Yes No
(0)				
(f)	If the custodian is a broker-dealer, provide its SEG 8 - 68191	C registration number (if an	y):	
	CRD Number (if any):			
	149777			
(g)	If the custodian is not a broker-dealer, or is a broidentifier (if any)	oker-dealer but does not ha	ve an SEC registration number, provide its <i>lega</i>	al entity
	he answer to question 25.(a) is "yes," respond to duses more than one custodian, you must comple		•	f the <i>private</i>
		, , , ,	,, ,	
(b)	Legal name of custodian: RAYMOND JAMES & ASSOCIATES, INC.			
(c)	Primary business name of custodian:			
	RAYMOND JAMES & ASSOCIATES, INC.			
(d)	The location of the custodian's office responsible	for custody of the private fu	nd's assets (city, state and country):	
	City: ST PETERSBURG	State: Florida	Country: United States	
				Yes No
(e)	Is the custodian a related person of your firm?			○ ⊙
(f)	If the custodian is a broker-dealer, provide its SEG	C registration number (if an	y):	
	8 - 10999			
	CRD Number (if any): 705			
(g)	If the custodian is not a broker-dealer, or is a broker-dealer, or is a broker-dealer.	oker-dealer but does not ha	ve an SEC registration number, provide its <i>lega</i>	al entity

	(b) Legal name of custodian:					
	SILICON VALLEY BANK					
(0	(c) Primary business name of cust SILICON VALLEY BANK	odian:				
((d) The location of the custodian's				d country):	
	City: MENLO PARK	State: California		Country: United States		
						Yes
((e) Is the custodian a related person	on of your firm?				0
(1	(f) If the custodian is a broker-dea	aler, provide its SEC registration	number (if any):	:		
	- CRD Number (if any):					
	()					
	(g) If the custodian is not a broken identifier (if any)	r-dealer, or is a broker-dealer bu	ut does not have	an SEC registration nun	mber, provide its <i>legal</i> (entity
	0K2D5AK28EO5CC06E35					
If t	pes the <i>private fund</i> use an adminis the answer to question 26.(a) is "y	yes," respond to questions (b) th	•	If the <i>private fund</i> uses	more than one admini	С
n) Doe	pes the <i>private fund</i> use an adminis	yes," respond to questions (b) th	trator.	If the <i>private fund</i> uses	more than one admini	C
n) Doe	pes the <i>private fund</i> use an adminis the answer to question 26.(a) is "y	yes," respond to questions (b) th	•	If the <i>private fund</i> uses	more than one admini	С
If t mu	pes the <i>private fund</i> use an adminis the answer to question 26.(a) is "y	yes," respond to questions (b) the (f) separately for each administ No Info	ormation Filed			cistrator,
If t mu uring	pes the <i>private fund</i> use an adminis the answer to question 26.(a) is "y ust complete questions (b) through	yes," respond to questions (b) the (f) separately for each administ No Info	ormation Filed			Cistrator,
uring our <i>re</i> . 3% aclude	pes the <i>private fund</i> use an adminis the answer to question 26.(a) is "y ust complete questions (b) through	yes," respond to questions (b) the (f) separately for each administ No Info	ormation Filed (by value) was was procedure estable	valued by a <i>person</i> , such	as an administrator, t any, including obtainir	chat is no
uring our <i>re</i> . 3% aclude	the answer to question 26.(a) is "yust complete questions (b) through your last fiscal year, what percentelated person? e only those assets where (i) such ant quotes, and (ii) the valuation ustions) was the valuation determine	yes," respond to questions (b) the (f) separately for each administ No Info	ormation Filed (by value) was was procedure estable	valued by a <i>person</i> , such	as an administrator, t any, including obtainir	chat is not
uring our real selevant location	the answer to question 26.(a) is "yust complete questions (b) through your last fiscal year, what percentelated person? e only those assets where (i) such ant quotes, and (ii) the valuation ustions) was the valuation determine	yes," respond to questions (b) the (f) separately for each administ No Info	ormation Filed (by value) was value) was value	valued by a <i>person</i> , such plished for that asset, if aptions or distributions, a	as an administrator, t any, including obtainir and fee calculations (ir	chat is not not any any ancluding
uring our readle levan location of the second of the secon	the answer to question 26.(a) is "yust complete questions (b) through your last fiscal year, what percenelated person? e only those assets where (i) such nt quotes, and (ii) the valuation ustions) was the valuation determine	yes," respond to questions (b) the (f) separately for each administ No Info	trator. ormation Filed (by value) was was procedure estable scriptions, redementations, redementations, consultant, fiquestions (b) three	valued by a <i>person</i> , such olished for that asset, if aptions or distributions, a for marketing purposes ander, introducer, municily ough (g) below for each	as an administrator, to as an administrator, to any, including obtaining and fee calculations (in a graph of the principle) and advisor or other solutions such marketer the principle.	chat is not had any notice of the control of the co
uring our readle levan location of the second of the secon	the answer to question 26.(a) is "your last fiscal year, what percentelated person? e only those assets where (i) such not quotes, and (ii) the valuation ustions) was the valuation determine ones the private fund use the service ou must answer "yes" whether the milar person. If the answer to questions	yes," respond to questions (b) the (f) separately for each administ No Information No Informatio	trator. ormation Filed (by value) was was procedure estable scriptions, redementations, redementations, consultant, fiquestions (b) three	valued by a <i>person</i> , such olished for that asset, if aptions or distributions, a for marketing purposes ander, introducer, municily ough (g) below for each	as an administrator, to as an administrator, to any, including obtaining and fee calculations (in a graph of the principle) and advisor or other solutions such marketer the principle.	that is not

A. PRIVA

Information About the Private Fund

- 1. (a) Name of the private fund:
 - SAPPHIRE FUND INVESTMENTS III, L.P.
 - (b) Private fund identification number: (include the "805-" prefix also)

11.	Current gross asset value of the <i>private fund</i> : \$ 448,286,422		
<u>Ow</u>	vnership		
12.	Minimum investment commitment required of an investor in the <i>private fund</i> : \$ 450,000,000 NOTE: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set forth in the organizational documents of the fund).	,	
13.	Approximate number of the <i>private fund's</i> beneficial owners: 3		
14.	What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> : 1%		
15.	(a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds: 0%		
	(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	Yes ©	No O
16.	What is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> : 99%		
Υοι	ur Advisory Services		
17.	(a) Are you a subadviser to this <i>private fund</i>?(b) If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the <i>private fund</i>. If the answer question 17.(a) is "no," leave this question blank.	Yes O to	No ©
	No Information Filed		
18.	 (a) Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) advise the <i>private fund</i>? (b) If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private fund</i>. If the to question 18.(a) is "no." leave this question blank. 	Yes O answ	•
	to question 18.(a) is "no," leave this question blank. No Information Filed		
19.	Are your <i>clients</i> solicited to invest in the <i>private fund</i> ?	Yes	No ©
	NOTE: For purposes of this question, do not consider feeder funds of the private fund.		~
20.	Approximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ? 0%		
<u>Priv</u>	vate Offering		
21.	Has the private fund ever relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1933?	Yes	No ⊙
22.	If yes, provide the <i>private fund's</i> Form D file number (if any):		
	No Information Filed		
B. S	ERVICE PROVIDERS		
Auc	<u>ditors</u>		
23	(a) (1) Are the <i>private fund's</i> financial statements subject to an annual audit?	Yes	_
_3.	(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?	_	0

If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the private fund uses more than one auditing firm,

 $NOTE: For \ definitions \ of \ these \ fund \ types, \ please \ see \ Instruction \ 6 \ of \ the \ Instructions \ to \ Part \ 1A.$

	If the angular to question 22 (a)(1) is the superior (1)	ا دام	
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one at firm, you must complete questions (b) through (f) separately for each auditing firm.	uditing)
	(b) Name of the auditing firm: KPMG, LLP		
	(c) The location of the auditing firm's office responsible for the <i>private fund's</i> audit (city, state and country): City: GRAND CAYMAN Cayman Islands		
	(d) Is the auditing firm an independent public accountant?	Yes ©	No O
	(e) Is the auditing firm registered with the Public Company Accounting Oversight Board?	•	0
	If yes, Public Company Accounting Oversight Board-Assigned Number: 185		
	(f) If "yes" to (e) above, is the auditing firm subject to regular inspection by the Public Company Accounting Oversight Board in accordance with its rules?	0	0
	Are the <i>private fund's</i> audited financial statements for the most recently completed fiscal year distributed to the <i>private fund's</i> investors?		es No
	Do all of the reports prepared by the auditing firm for the <i>private fund</i> since your last <i>annual updating amendment</i> contain unqualified	opinio	ons?
	⊙ Yes O No O Report Not Yet Received		
	If you check "Report Not Yet Received," you must promptly file an amendment to your Form ADV to update your response when the report	is ava	ailable.
В	<u>roker</u>		
		Υ	es No
)	Does the <i>private fund</i> use one or more prime brokers?		es No
)		(· •
)	Does the <i>private fund</i> use one or more prime brokers? If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the <i>private fund</i> uses. If	(· •
)	Does the <i>private fund</i> use one or more prime brokers? If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the <i>private fund</i> uses. If <i>fund</i> uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker.	(· •
	Does the <i>private fund</i> use one or more prime brokers? If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the <i>private fund</i> uses. If <i>fund</i> uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker.	the <i>pr</i>	· •
dia	Does the <i>private fund</i> use one or more prime brokers? If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the <i>private fund</i> uses. If <i>fund</i> uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker. No Information Filed	the pr	es No
dia	Does the <i>private fund</i> use one or more prime brokers? If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the <i>private fund</i> uses. If <i>fund</i> uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker. No Information Filed Does the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold some or all of its assets? If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the	the pr	es No
dia	Does the <i>private fund</i> use one or more prime brokers? If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the <i>private fund</i> uses. If <i>fund</i> uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker. No Information Filed Does the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold some or all of its assets? If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the uses more than one custodian, you must complete questions (b) through (g) separately for each custodian.	the pr	es No
dia	Does the <i>private fund</i> use one or more prime brokers? If the answer to question 24. (a) is "yes," respond to questions (b) through (e) below for each prime broker the <i>private fund</i> uses. If <i>fund</i> uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker. No Information Filed Does the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold some or all of its assets? If the answer to question 25. (a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. Additional Custodian Information: 1 Record(s) Filed. If the answer to question 25. (a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If the	the pr	es No
ik	Does the <i>private fund</i> use one or more prime brokers? If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the <i>private fund</i> uses. If <i>fund</i> uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker. No Information Filed The answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. Additional Custodian Information: 1 Record(s) Filed. If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If the fund uses more than one custodian, you must complete questions (b) through g) below for each custodian the <i>private fund</i> uses. If the fund uses more than one custodian, you must complete questions (b) through g) below for each custodian the private fund uses. If the fund uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. (b) Legal name of custodian:	the pr	es No
liá	Does the <i>private fund</i> use one or more prime brokers? If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the <i>private fund</i> uses. If <i>fund</i> uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker. No Information Filed Does the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold some or all of its assets? If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. Additional Custodian Information: 1 Record(s) Filed. If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If the fund uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. (b) Legal name of custodian: SILICON VALLEY BANK (c) Primary business name of custodian:	the pr	es No
İi	Does the <i>private fund</i> use one or more prime brokers? If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the <i>private fund</i> uses. If fund uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker. No Information Filed The answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. Additional Custodian Information: 1 Record(s) Filed. If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If the fund uses more than one custodian, you must complete questions (b) through g) below for each custodian the <i>private fund</i> uses. If the fund uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. (b) Legal name of custodian: SILICON VALLEY BANK (c) Primary business name of custodian: SILICON VALLEY BANK	the pr	es No

	(e) Is the custodian a related person of your firm?	0	•
	(f) If the custodian is a broker-dealer, provide its SEC registration numb	er (if any):	
	- CRD Number (if any):		
	(g) If the custodian is not a broker-dealer, or is a broker-dealer but doe identifier (if any)0K2D5AK28EO5CC06E35	not have an SEC registration number, provide its <i>legal entity</i>	
Adr	<u>Administrator</u>	Y	'es No
26.	26. (a) Does the <i>private fund</i> use an administrator other than your firm?	(0 0
	If the answer to question 26.(a) is "yes," respond to questions (b) through must complete questions (b) through (f) separately for each administrator.	(f) below. If the <i>private fund</i> uses more than one administrator,	, you
	No Informati	on Filed	
27.	27. During your last fiscal year, what percentage of the <i>private fund's</i> assets (by vayour <i>related person</i> ?	lue) was valued by a <i>person</i> , such as an administrator, that is n	not
	100% Include only those assets where (i) such <i>person</i> carried out the valuation procedure relevant quotes, and (ii) the valuation used for purposes of investor subscription allocations) was the valuation determined by such <i>person</i> .		9
Ma	<u>Marketers</u>		
28.	28. (a) Does the <i>private fund</i> use the services of someone other than you or your		es No
	You must answer "yes" whether the <i>person</i> acts as a placement agent, consimilar <i>person</i> . If the answer to question 28.(a) is "yes," respond to question uses. If the <i>private fund</i> uses more than one marketer you must complete or	nsultant, finder, introducer, municipal advisor or other solicitor, o ons (b) through (g) below for each such marketer the <i>private fun</i>	or
	No Informati	on Filed	
Pl	. PRIVATE FUND		
nfo	nformation About the <i>Private Fund</i>		
1.	1. (a) Name of the <i>private fund</i> :		
	SAPPHIRE OPPORTUNITY FUND II, L.P.		
	(b) <i>Private fund</i> identification number: (include the "805-" prefix also) 805-1585893258		
2.	2. Under the laws of what state or country is the <i>private fund</i> organized:		
	State: Country: Delaware United States		
3.	3. (a) Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> ser	ving in a similar capacity):	
.	Name of General Partner, Manager, Trustee, or Director	g a similar supusity).	
	SAPPHIRE OPPORTUNITY (GPE) II, L.L.C.		
	(b) If filing an umbrella registration, identify the filing adviser and/or relying advis	er(s) that sponsor(s) or manage(s) this private fund.	

No Information Filed

	 (1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940 (2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940 	
5.	List the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.	
	No Information Filed	
		Yes No
6.	(a) Is this a "master fund" in a master-feeder arrangement?	0 0
	(b) If yes, what is the name and <i>private fund</i> identification number (if any) of the feeder funds investing in this <i>private fund</i> ? No Information Filed	
		Yes No
	(c) Is this a "feeder fund" in a master-feeder arrangement?	0 0
	(d) If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests? Name of <i>private fund</i> :	
	Private fund identification number: (include the "805-" prefix also)	
	NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section for the master-feeder arrangement or reporting on the funds separately.	7.B.(1)
7.	If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for the feeder funds answer the following questions:	each of
	No Information Filed	
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it is multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.	
0		Yes No
8.	(a) Is this <i>private fund</i> a "fund of funds"? NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment	0 @
	vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies. (b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ?	
	(b) If yes, does the private rand invest in rands managed by you of by a related person.	0 0
		Yes N
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?	0 0
10.	What type of fund is the private fund?	
	C hedge fund C liquidity fund C private equity fund C real estate fund C securitized asset fund © venture capital fund C Other <i>privat</i>	e fund:
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.	
11.	Current gross asset value of the <i>private fund</i> : \$ 163,157,994	
<u>Ow</u>	<u>vnership</u>	
12.	Minimum investment commitment required of an investor in the <i>private fund</i> :	
	\$ 5,000,000 NOTE: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set forth in the organizational documents of the fund).	

4. The *private fund* (check all that apply; you must check at least one):

13. Approximate number of the *private fund's* beneficial owners:

14.	4%	o		
15.	(a) 0%	What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds:		
	0,0		Yes	No
	(b)	If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	•	0
16.	Wha	nat is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> :		
<u>You</u>	ır Ac	dvisory Services		
17	(0)	Are you a subadviser to this <i>private fund</i> ?	Yes	
17.		If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the <i>private fund</i> . If the answer question 17.(a) is "no," leave this question blank.	to	•
		No Information Filed		
			Yes	No
18.		Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) advise the <i>private fund</i> ? If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private fund</i> . If the to question 18.(a) is "no," leave this question blank.	C answ	⊙ er
		No Information Filed		
			Yes	No
19.	Are	e your clients solicited to invest in the private fund?	0	•
	NO	TE: For purposes of this question, do not consider feeder funds of the private fund.		
	0%	oroximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ? • Offering		
		s the private fund ever relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1933?	Yes ©	No O
22.		ves, provide the <i>private fund's</i> Form D file number (if any): rm D file number		
		rm Dille number 11-1800292		
	ERVI ditor	ICE PROVIDERS		
22	(0)	(1) Are the <i>private fund's</i> financial statements subject to an annual audit?	Yes	
23.	(a)	(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?	•	0
		If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one auditing you must complete questions (b) through (f) separately for each auditing firm.	⊙ g firm	, 0
		Additional Auditor Information : 1 Record(s) Filed.		
		If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one audit firm, you must complete questions (b) through (f) separately for each auditing firm.	ing	
		(b) Name of the auditing firm: FRANK, RIMERMAN & CO. LLP		
		(c) The location of the auditing firm's office responsible for the <i>private fund's</i> audit (city, state and country):		
		City: State: Country:		
		PALO ALTO California United States		
		(d) to the cuditing firms on independent nublic accountant?	es N	_
		(d) Is the auditing firm an independent public accountant?	⊙ (

(e)	Is the auditing firm registered with the Public Company Accounting Oversight Board?		
	If yes, Public Company Accounting Oversight Board-Assigned Number: 1596		
(f)	If "yes" to (e) above, is the auditing firm subject to regular inspection by the Public Company Accounting Oversight Board in accordance with its rules?	•	0
		V	es N
	he <i>private fund's</i> audited financial statements for the most recently completed fiscal year distributed to the <i>private fund's</i> stors?		© (
n) Do a	I of the reports prepared by the auditing firm for the private fund since your last annual updating amendment contain unqualified	d opini	ons?
⊙ Y	es C No C Report Not Yet Received		
If yo	u check "Report Not Yet Received," you must promptly file an amendment to your Form ADV to update your response when the repo	rt is ava	ailable
Broke	<u>-</u>		
a) Does	the <i>private fund</i> use one or more prime brokers?		es N
If the	e answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the <i>private fund</i> uses. I uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker.		O (
	No Information Filed		
<u>dian</u>			
	the private fundure any sustedians (including the prime brokers listed above) to hold some or all of its assets?		
a) Does	the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold some or all of its assets?		es N
a) Does	the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold some or all of its assets? e answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the more than one custodian, you must complete questions (b) through (g) separately for each custodian.		⊙ (
a) Does	e answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the		•
If the uses Add	e answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the more than one custodian, you must complete questions (b) through (g) separately for each custodian.	ne <i>priva</i>	⊙ te fu
) Does If the uses Add	e answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the more than one custodian, you must complete questions (b) through (g) separately for each custodian. itional Custodian Information: 1 Record(s) Filed. the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If	ne <i>priva</i>	⊙ (
Add If the uses Add If the fun (b)	e answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the more than one custodian, you must complete questions (b) through (g) separately for each custodian. itional Custodian Information: 1 Record(s) Filed. the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If ad uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. Legal name of custodian:	ne <i>priva</i>	⊙ (te fur
Add If the uses Add If the fun (b)	e answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the more than one custodian, you must complete questions (b) through (g) separately for each custodian. itional Custodian Information: 1 Record(s) Filed. the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If ad uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. Legal name of custodian: SILICON VALLEY BANK Primary business name of custodian:	ne <i>priva</i>	⊙ (te fui
Add If the uses Add If the fun (b)	e answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the more than one custodian, you must complete questions (b) through (g) separately for each custodian. itional Custodian Information: 1 Record(s) Filed. the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If ad uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. Legal name of custodian: SILICON VALLEY BANK Primary business name of custodian: SILICON VALLEY BANK The location of the custodian's office responsible for <i>custody</i> of the <i>private fund's</i> assets (city, state and country): City: State: Country:	ne <i>priva</i>	⊙ (
Add If the uses Add If the fun (b)	e answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the more than one custodian, you must complete questions (b) through (g) separately for each custodian. Itional Custodian Information: 1 Record(s) Filed. The answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If ad uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. Legal name of custodian: SILICON VALLEY BANK Primary business name of custodian: SILICON VALLEY BANK The location of the custodian's office responsible for <i>custody</i> of the <i>private fund's</i> assets (city, state and country):	he priva	⊙ (
Add If the uses Add If the fur (b) (c)	e answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the more than one custodian, you must complete questions (b) through (g) separately for each custodian. itional Custodian Information: 1 Record(s) Filed. the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If ad uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. Legal name of custodian: SILICON VALLEY BANK Primary business name of custodian: SILICON VALLEY BANK The location of the custodian's office responsible for <i>custody</i> of the <i>private fund's</i> assets (city, state and country): City: State: Country:	he priva	te fui
Add If the uses Add If the fun (b) (c) (d)	e answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the private fund uses. If the more than one custodian, you must complete questions (b) through (g) separately for each custodian. Itional Custodian Information: 1 Record(s) Filed. The answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the private fund uses. If and uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. Legal name of custodian: SILICON VALLEY BANK Primary business name of custodian: SILICON VALLEY BANK The location of the custodian's office responsible for custody of the private fund's assets (city, state and country): City: State: Country: MENLO PARK California United States	the priv	tte full
Add If the uses Add If the fur (b) (c) (d)	e answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the more than one custodian, you must complete questions (b) through (g) separately for each custodian. Itional Custodian Information: 1 Record(s) Filed. The answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If the duses more than one custodian, you must complete questions (b) through (g) separately for each custodian. Legal name of custodian: SILICON VALLEY BANK Primary business name of custodian: SILICON VALLEY BANK The location of the custodian's office responsible for <i>custody</i> of the <i>private fund</i> 's assets (city, state and country): City: State: Country: MENLO PARK California United States Is the custodian a <i>related person</i> of your firm?	the priv	• tte fu
Add If the uses Add If the fur (b) (c) (d)	e answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the more than one custodian, you must complete questions (b) through (g) separately for each custodian. Itional Custodian Information: 1 Record(s) Filed. Itional Custodian Informatio	the priva	• tte fu

	Additional Administrator Infor	tional Administrator Information : 1 Record(s) Filed.					
		a) is "yes," respond to questions (b) lete questions (b) through (f) separa	through (f) below. If the <i>private fund</i> uses motely for each administrator.	ore than one			
	(b) Name of administrator: GEN II FUND SERVICES, LL	.C					
	(c) Location of administrator (city, state and country):					
	City: NEW YORK	State: New York	Country: United States				
	IVEV TORK	New Tork	office States	Yes No			
	(d) Is the administrator a rela	ted person of your firm?		○ ●			
	(e) Does the administrator pro	epare and send investor account sta	atements to the <i>private fund's</i> investors?				
		estors) C Some (provided to some b	ut not all investors) ${\color{red}C}$ No (provided to no inv	estors)			
			the investor account statements to the (rest (rest of the) <i>private fund's</i> investors, respond	· •			
<u>rke</u>	<u>eters</u>						
				Yes N			
(a	•	•	your <i>employees</i> for marketing purposes? nt, consultant, finder, introducer, municipal ac	0 6			
(a	You must answer "yes" whether similar <i>person</i> . If the answer to q	the <i>person</i> acts as a placement age uestion 28.(a) is "yes," respond to		O divisor or other solicitor, or marketer the <i>private fund</i>			
(a	You must answer "yes" whether similar <i>person</i> . If the answer to q	the <i>person</i> acts as a placement age uestion 28.(a) is "yes," respond to re than one marketer you must com	nt, consultant, finder, introducer, municipal acquestions (b) through (g) below for each such	O divisor or other solicitor, or marketer the <i>private fund</i>			
	You must answer "yes" whether similar <i>person</i> . If the answer to q uses. If the <i>private fund</i> uses mo	the <i>person</i> acts as a placement age uestion 28.(a) is "yes," respond to re than one marketer you must com	nt, consultant, finder, introducer, municipal acquestions (b) through (g) below for each such uplete questions (b) through (g) separately for	O divisor or other solicitor, or marketer the <i>private fund</i>			
RIV	You must answer "yes" whether similar <i>person</i> . If the answer to q uses. If the <i>private fund</i> uses mo	the <i>person</i> acts as a placement age uestion 28.(a) is "yes," respond to re than one marketer you must com	nt, consultant, finder, introducer, municipal acquestions (b) through (g) below for each such uplete questions (b) through (g) separately for	O divisor or other solicitor, or marketer the <i>private fund</i>			
IIV	You must answer "yes" whether similar <i>person</i> . If the answer to q uses. If the <i>private fund</i> uses mo	the <i>person</i> acts as a placement age uestion 28.(a) is "yes," respond to re than one marketer you must com	nt, consultant, finder, introducer, municipal acquestions (b) through (g) below for each such uplete questions (b) through (g) separately for	O divisor or other solicitor, or marketer the <i>private fund</i>			
I∨ m	You must answer "yes" whether similar person. If the answer to q uses. If the private fund uses mo ATE FUND ation About the Private Fund Name of the private fund:	the <i>person</i> acts as a placement age uestion 28.(a) is "yes," respond to re than one marketer you must com No Interval 1.	nt, consultant, finder, introducer, municipal acquestions (b) through (g) below for each such uplete questions (b) through (g) separately for	O divisor or other solicitor, or marketer the <i>private fund</i>			
IV (a	You must answer "yes" whether similar <i>person</i> . If the answer to quses. If the <i>private fund</i> uses mo	the <i>person</i> acts as a placement age uestion 28.(a) is "yes," respond to re than one marketer you must com No Intelligible 1, L.P.	nt, consultant, finder, introducer, municipal acquestions (b) through (g) below for each such uplete questions (b) through (g) separately for	O divisor or other solicitor, or marketer the <i>private fund</i>			
··m (a	You must answer "yes" whether similar person. If the answer to q uses. If the private fund uses mo ATE FUND ation About the Private Fund Name of the private fund: SAPPHIRE OPPORTUNITY FUND II	the <i>person</i> acts as a placement age uestion 28.(a) is "yes," respond to re than one marketer you must com No Intelligible 1, L.P.	nt, consultant, finder, introducer, municipal acquestions (b) through (g) below for each such uplete questions (b) through (g) separately for	marketer the private fund			
rm (a	You must answer "yes" whether similar person. If the answer to quses. If the private fund uses moderate answer to quses. If the private fund uses moderate and uses. If the private fund uses moderate and a second private fund: Name of the private fund: SAPPHIRE OPPORTUNITY FUND III Private fund identification number (include the "805-" prefix also)	the <i>person</i> acts as a placement age uestion 28.(a) is "yes," respond to re than one marketer you must com No Interview I, L.P.	nt, consultant, finder, introducer, municipal acquestions (b) through (g) below for each such uplete questions (b) through (g) separately for	O divisor or other solicitor, or marketer the <i>private fund</i>			

 \odot \circ

SAPPHIRE OPPORTUNITY (GPE) III, L.L.C.

Name of General Partner, Manager, Trustee, or Director

3. (a) Name(s) of General Partner, Manager, Trustee, or Directors (or *persons* serving in a similar capacity):

26. (a) Does the $\ensuremath{\textit{private fund}}$ use an administrator other than your firm?

	(b) If filing an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.		
	No Information Filed		
4	The projects found (sheet), all that employ year mount sheet, at least one).		
4.	The private fund (check all that apply; you must check at least one): (1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940		
	(2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940		
5.	List the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.		
	No Information Filed		
		Yes	No
6.	(a) Is this a "master fund" in a master-feeder arrangement?	0	•
	(b) If yes, what is the name and private fund identification number (if any) of the feeder funds investing in this private fund?		
	No Information Filed		
		Yes	No
	(c) Is this a "feeder fund" in a master-feeder arrangement?	0	•
	(d) If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests? Name of <i>private fund</i> :		
	Private fund identification number: (include the "805-" prefix also)		
	NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section for the master-feeder arrangement or reporting on the funds separately.	7.B.(1)
7.	If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for the feeder funds answer the following questions:	r each	n of
	No Information Filed		
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.		
0		Yes	
8.	(a) Is this <i>private fund</i> a "fund of funds"? NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment	_	•
	vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.	•	
	(b) If yes, does the private fund invest in funds managed by you or by a related person?	\circ	0
		.,	
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?	Yes O	No ⊙
10.	What type of fund is the <i>private fund</i> ?		
	O hedge fund O liquidity fund O private equity fund O real estate fund O securitized asset fund O venture capital fund O Other priva	te fun	nd:
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		
11.	Current gross asset value of the <i>private fund</i> : \$ 201,559,175		
Ow	nership		
12.	Minimum investment commitment required of an investor in the <i>private fund</i> :		

NOTE: Report the amount routinely required of investors who are not your related persons (even if different from the amount set forth in the

organizational documents of the fund).

13.	Appi 5	roximate number of the <i>private fund's</i> beneficial owners:		
14.	Wha	at is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> :		
15.	(a) 0%	What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds:		
		If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	Yes ⊙	No O
16.	Wha	at is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> :		
<u> Υοι</u>	ur Ad	Ivisory Services		
17.	(a)	Are you a subadviser to this <i>private fund</i> ?	Yes	No ©
.,.	(b)	If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the <i>private fund</i> . If the answer question 17.(a) is "no," leave this question blank.		•
		No Information Filed		
			Yes	No
18.		Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) advise the <i>private fund</i> ?	0	•
		If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private fund</i> . If the atto question 18.(a) is "no," leave this question blank.	nswe	÷r
		No Information Filed		
10			Yes	
19.		your <i>clients</i> solicited to invest in the <i>private fund?</i> TE: For purposes of this question, do not consider feeder funds of the private fund.	0	0
<u>Priv</u>	0% vate	<u>Offering</u>		
21.	Has	the private fund ever relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1933?	Yes ©	No O
22.		es, provide the <i>private fund's</i> Form D file number (if any):		
		1-1851887		_
B. S	ERVIC	CE PROVIDERS		
Aud	ditors	<u>s</u>		
0.0	()	(4) A - II	Yes	
23.		(1) Are the <i>private fund's</i> financial statements subject to an annual audit?(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?	•	0
		If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one auditing you must complete questions (b) through (f) separately for each auditing firm.	⊙ firm,	0
		Additional Auditor Information : 1 Record(s) Filed.		
		If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one auditifirm, you must complete questions (b) through (f) separately for each auditing firm.	ng	
		(b) Name of the auditing firm: FRANK, RIMERMAN & CO. LLP		
		(c) The location of the auditing firm's office responsible for the <i>private fund's</i> audit (city, state and country):		

	City:	State:	Country:	
	PALO ALTO	California	United States	
				Yes No
	(d) Is the auditing firm an inde	vendent public accountant?		© 0
	(e) Is the auditing firm registe	red with the Public Company Accountin	g Oversight Board?	⊙ ○
	If yes, Public Company Acc	ounting Oversight Board-Assigned Num	nber:	
	(f) If "yes" to (e) above, is the accordance with its rules?	auditing firm subject to regular inspec	ction by the Public Company Accounting Oversight Board	in © C
				Yes No
(g)	Are the <i>private fund's</i> audited fina investors?	ncial statements for the most recently	completed fiscal year distributed to the private fund's	• c
(h	Do all of the reports prepared by	the auditing firm for the private fund si	nce your last <i>annual updating amendment</i> contain unqua	lified oninions?
(11)	• Yes • No • Report Not Yet	,	nee year last annaar apaating amenament contain angaa	птей орипопз.
	·		cont to your Form ADV to undeter your recognizes when the	anant is susilable
	It you cneck "Report Not Yet Recei	/ea," you must promptiy tile an amenam	nent to your Form ADV to update your response when the r	eport is available.
<u>Prime</u>	<u>Broker</u>			Yes No
24. (a	Does the <i>private fund</i> use one or	more prime brokers?		0 0
``	If the answer to question 24.(a)	is "yes," respond to questions (b) thro	ugh (e) below for each prime broker the <i>private fund</i> use by through (e) separately for each prime broker.	
		No Inforn	nation Filed	
Custoc	<u>lian</u>			
25 (6)		stadiana (inaludina tha minea hyakana li		Yes No
25. (a _.	,		sted above) to hold some or all of its assets? ugh (g) below for each custodian the <i>private fund</i> uses. I	o C If the <i>private fund</i>
	•	ou must complete questions (b) through	,	
	Additional Custodian Informati	on : 1 Record(s) Filed.		
	•		rough g) below for each custodian the <i>private fund</i> uses. through (g) separately for each custodian.	If the <i>private</i>
	(b) Legal name of custodian: SILICON VALLEY BANK			
	(c) Primary business name of o	:ustodian:		
	(d) The location of the custodia	an's office responsible for <i>custody</i> of th	e <i>private fund's</i> assets (city, state and country):	
	City:	State:	Country:	
	MENLO PARK	California	United States	
	(e) Is the custodian a related p	person of your firm?		Yes No
	(f) If the custodian is a broker	-dealer, provide its SEC registration nu	mber (if any):	
	- CRD Number (if any):			
	(g) If the custodian is not a broidentifier (if any) 0K2D5AK28EO5CC06E35	oker-dealer, or is a broker-dealer but o	does not have an SEC registration number, provide its <i>le</i>	gal entity

<u>Admi</u>	<u>nistrator</u>			
26. (a) Does the <i>private fund</i> use an	administrator other than your firm?		Yes No ⊙ O
	•	(a) is "yes," respond to questions (b) t through (f) separately for each adminis	hrough (f) below. If the <i>private fund</i> uses more than strator.	one administrator, you
	Additional Administrator In	nformation: 1 Record(s) Filed.		
		6.(a) is "yes," respond to questions (b) mplete questions (b) through (f) separa	through (f) below. If the <i>private fund</i> uses more that a tely for each administrator.	n one
	(b) Name of administrator:			
	GEN II FUND SERVICES			
	(c) Location of administrat	or (city, state and country):		
	City:	State:	Country:	
	NEW YORK	New York	United States	
	(d) Is the administrator a	related person of your firm?		Yes No ○ •
	(e) Does the administrator	prepare and send investor account st	atements to the <i>private fund's</i> investors?	
		investors) C Some (provided to some b	out not all investors) ${f C}$ No (provided to no investors)	
	investors? If investor a		s the investor account statements to the (rest of the) (rest of the) private fund's investors, respond "not appending the private fund investors.	·
y O H r a	your related person? 0% nclude only those assets where elevant quotes, and (ii) the valu allocations) was the valuation de	(i) such <i>person</i> carried out the valuatio ration used for purposes of investor sub	(by value) was valued by a <i>person</i> , such as an admi on procedure established for that asset, if any, includitions, redemptions or distributions, and fee calc	ng obtaining any
Mark	<u>eters</u>			Yes No
28. (a) Does the <i>private fund</i> use the	services of someone other than you o	r your <i>employees</i> for marketing purposes?	0 0

. 00		
\circ	\odot	

You must answer "yes" whether the person acts as a placement agent, consultant, finder, introducer, municipal advisor or other solicitor, or similar person. If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the private fund uses. If the *private fund* uses more than one marketer you must complete questions (b) through (g) separately for each marketer.

No Information Filed		

A. PRIVATE FUND

Information About the Private Fund

- 1. (a) Name of the private fund:
 - SAPPHIRE OPPORTUNITY FUND, L.P.
 - (b) Private fund identification number: (include the "805-" prefix also)

805-4172436680

2. Under the laws of what state or country is the *private fund* organized:

State: Delaware Country:

United States

3.	(a) Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity):							
	Name of General Partner, Manager, Trustee, or Director							
	SAPPHIRE OPPORTUNITY (GPE) I, L.L.C.							
	(b) If filing an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.							
	No Information Filed							
4.	The private fund (check all that apply; you must check at least one):							
	(1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940							
	(2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940							
5.	List the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.							
	No Information Filed							
		Yes	No					
6.	(a) Is this a "master fund" in a master-feeder arrangement?	0	\odot					
	(b) If yes, what is the name and private fund identification number (if any) of the feeder funds investing in this private fund?							
	No Information Filed							
		Yes	No					
	(c) Is this a "feeder fund" in a master-feeder arrangement?	0	\odot					
	(d) If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests? Name of <i>private fund</i> :							
	Private fund identification number: (include the "805-" prefix also)							
7.	for the master-feeder arrangement or reporting on the funds separately. If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for the feeder funds answer the following questions:	ır eacl	า of					
	No Information Filed							
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially al assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.		d					
8.	(a) Is this private fund a "fund of funds"?		•					
	NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investmen vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.		٠					
	(b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ?	0	0					
		Yes	No					
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?	0	•					
10.	What type of fund is the <i>private fund</i> ?							
	O hedge fund O liquidity fund O private equity fund O real estate fund O securitized asset fund O venture capital fund O Other private	ate fur	nd:					
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.							
11.	Current gross asset value of the <i>private fund</i> :							

<u>Ownership</u>

12.	Minimum investment commitment required of an investor in the <i>private fund</i> : \$ 20,000,000		
	NOTE: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set forth in the organizational documents of the fund).	3	
13.	Approximate number of the <i>private fund's</i> beneficial owners: 4		
14.	What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> : 5%		
15.	(a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds: 0%		
	(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	Yes ©	No O
16.	What is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> : 95%		
Υοι	ur Advisory Services	Yes	No
17.	(a) Are you a subadviser to this <i>private fund</i> ?	0	•
	(b) If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the <i>private fund</i> . If the answer question 17.(a) is "no," leave this question blank.	to	
	No Information Filed		
4.0		Yes	No
18.	(a) Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) advise the <i>private fund</i>?(b) If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private fund</i>. If the	O answ	⊙ ⁄er
	to question 18.(a) is "no," leave this question blank.		
	No Information Filed		
10	And your allower applicated to invest in the project films.	Yes	
19.	Are your <i>clients</i> solicited to invest in the <i>private fund</i> ? NOTE: For purposes of this question, do not consider feeder funds of the private fund.	0	⊚
	The FE. For purposes of this question, de fiel consider feeder funds of the private fund.		
20.	Approximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ? 0%		
Priv	vate Offering		
		Yes	No
21.	Has the private fund ever relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1933?	⊙	0
22.	If yes, provide the <i>private fund's</i> Form D file number (if any):		
	Form D file number 021-339343		
	021-337343		
3. S	ERVICE PROVIDERS		
Auc	<u>ditors</u>		
23	(a) (1) Are the <i>private fund's</i> financial statements subject to an annual audit?	Yes	
20.	(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?	0	0
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one auditing you must complete questions (b) through (f) separately for each auditing firm.		
	Additional Auditor Information : 1 Record(s) Filed.		
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one audit firm, you must complete questions (b) through (f) separately for each auditing firm.	ting	

	(b)	Name of the auditing firm FRANK, RIMERMAN & CO						
	(c)	The location of the audit	ing firm's office responsible for the	he <i>private fund's</i> audit (city, state and country):				
		City:	State:	Country:				
		PALO ALTO	California	United States	'es No			
	(d)	Is the auditing firm an ir	ndependent public accountant?		es 140			
	(e)	(e) Is the auditing firm registered with the Public Company Accounting Oversight Board?						
		If yes, Public Company A	Accounting Oversight Board-Assig	gned Number:				
	(f)	If "yes" to (e) above, is accordance with its rule:		lar inspection by the Public Company Accounting Oversight Board in	• 0			
					Yes No			
(g)		he <i>private fund's</i> audited f stors?	inancial statements for the most	recently completed fiscal year distributed to the private fund's	O			
(h)	Do a	II of the reports prepared		te fund since your last annual updating amendment contain unqualified opi	nions?			
		es O No O Report Not Y			., , ,			
	If you	u check "Report Not Yet Re	ceived," you must promptly file an	n amendment to your Form ADV to update your response when the report is a	available			
<u>Prime</u>	Broke	<u>r</u>						
24 (a)	Door	the private funduce one	or mare prime brokers?		Yes N			
24. (a)		the private fund use one	·	(b) through (e) below for each prime broker the private fund uses. If the	⊙ (
		•		estions (b) through (e) separately for each prime broker.	private			
	Add	itional Prime Broker Info	ormation : 4 Record(s) Filed.					
	If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the <i>private fund</i> uses. I private fund uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker.							
	(b)	(b) Name of the prime broker: GOLDMAN SACHS & CO. LLC						
	(c)	(c) If the prime broker is registered with the SEC, its registration number: 8 - 129						
		CRD Number (if any): 361						
	(d)	Location of prime broker	's office used principally by the <i>p</i>	orivate fund (city, state and country):				
		City:	State:	Country:				
		NEW YORK	New York	United States				
	(e)	Does this prime broker a	act as custodian for some or all o		es No			
		· ·		ns (b) through (e) below for each prime broker the <i>private fund</i> uses. If the private fund uses is the prime broker is a plete questions (b) through (e) separately for each prime broker.	ne			
	(b)	Name of the prime broke MERRILL LYNCH, PIERCE	er: , FENNER & SMITH INCORPORATE	ED				
	(c)	If the prime broker is re 8 - 7221	gistered with the SEC, its registra	ation number:				
		CRD Number (if any):						

(d) Location of prime broker's office u		•	
City: SAN FRANCISCO	State: California	Country: United States	
SANTIMANOISCO	Camornia	officed States	Yes No
(e) Does this prime broker act as cus	todian for some or all of the private fu	und's assets?	• o
, , , , ,		n (e) below for each prime broker the <i>priva</i> ns (b) through (e) separately for each prim	
(b) Name of the prime broker: MORGAN STANLEY			
(c) If the prime broker is registered v 8 - 68191	vith the SEC, its registration number:		
CRD Number (if any): 149777			
(d) Location of prime broker's office u			
City: MENLO PARK	State: California	Country: United States	
			Yes No
(e) Does this prime broker act as cus	todian for some or all of the private for	ınd's assets?	⊙ ○
(c) If the prime broker is registered v 8 - 10999 CRD Number (if any): 705	vith the SEC, its registration number:		
(d) Location of prime broker's office u	used principally by the <i>private fund</i> (ci	y, state and country):	
City:	State:	Country:	
ST. PETERSBURG	Florida	United States	Waa Na
(e) Does this prime broker act as cus	todian for some or all of the private fi	und's assats?	Yes No
(c) Boos tins prime broker det da eda	Todair for Some of all of the private re		⊙ ○
1			Yes No
loes the <i>private fund</i> use any custodian	is (including the prime brokers listed	above) to hold some or all of its assets?	© 0
•		g) below for each custodian the <i>private fu</i>	
ses more than one custodian, you mus	st complete questions (b) through (g)	separately for each custodian.	
Additional Custodian Information: 4	Record(s) Filed.		
If the answer to question 25.(a) is "ye fund uses more than one custodian, y		ng) below for each custodian the <i>private fo</i> ugh (g) separately for each custodian.	und uses. If the private

(c) Primary business name of custodian: GOLDMAN SACHS & CO. LLC

) The location of the custodian's office responsible for <i>custody</i> of the <i>private fund's</i> assets (city, state and country): City: Country:					
	City: NEW YORK	State: New York	Country: United States			
		new term	Yes N			
(e)	Is the custodian a related p	erson of your firm?	0 6			
		-dealer, provide its SEC registration	number (if any):			
	8 - 129 CRD Number (if any): 361					
(g)		oker-dealer, or is a broker-dealer b	ut does not have an SEC registration number, provide its <i>legal entity</i>			
	identifier (if any)					
	•		through g) below for each custodian the <i>private fund</i> uses. If the <i>private</i> (b) through (g) separately for each custodian.			
	Legal name of custodian:	ENNER & SMITH INCORPORATED				
(C)	Primary business name of c MERRILL LYNCH, PIERCE, FE	ENNER & SMITH INCORPORATED				
			the private fund's assets (city, state and country):			
	City: SAN FRANCISCO	State: California	Country: United States			
(e)	Is the custodian a related p	erson of your firm?	Yes No			
		-dealer, provide its SEC registration	number (if any):			
	8 - 7221 CRD Number (if any): 7691					
(g)		oker-dealer, or is a broker-dealer b	ut does not have an SEC registration number, provide its legal entity			
	identifier (if any)					
	•		through g) below for each custodian the <i>private fund</i> uses. If the <i>private</i> (b) through (g) separately for each custodian.			
(b)	Legal name of custodian: RAYMOND JAMES & ASSOCIA	ATES, INC.				
(c)	Primary business name of c					
			the private fund's assets (city, state and country):			
	City: ST. PETERSBURG	State: Florida				
(e)	Is the custodian a related p	erson of your firm?	Yes No			
(f)		-dealer, provide its SEC registration	number (if any):			
	8 - 10999 CRD Number (if any):					
	705					

identifier (if any)

	name of custodian: ON VALLEY BANK			
	ary business name of custo CON VALLEY BANK	odian:		
	ocation of the custodian's		f the <i>private fund's</i> assets (city, state	and country):
City: MENL	O PARK	State: California	Country: United States	
				•
(e) Is the	e custodian a <i>related perso</i>	on of your firm?		
(f) If the	e custodian is a broker-dea	aler, provide its SEC registration	number (if any):	
-	N			
CRD I	Number (if any):			
() ()			050	
_	e custodian is not a broker <i>ifier</i> (if any)	r-dealer, or is a broker-dealer b	ut does not have an SEC registration	number, provide its <i>legal entit</i>
	5AK28EO5CC06E35			
crator Does the profit the answer	<i>rivate fund</i> use an adminis [,] er to question 26.(a) is "y		nrough (f) below. If the <i>private fund</i> u	ises more than one administra
rator Does the properties of the answering the answering the complexity of the comp	rivate fund use an adminis er to question 26.(a) is "y lete questions (b) through	yes," respond to questions (b) to (f) separately for each adminis	•	ises more than one administra
rator Does the profite the answering the answering to the complex	<i>rivate fund</i> use an adminis [,] er to question 26.(a) is "y	yes," respond to questions (b) to (f) separately for each adminis	•	ises more than one administra
Does the properties of the answer complement and the answer complement	rivate fund use an adminiser to question 26.(a) is "y lete questions (b) through Administrator Informations and the content of the content o	yes," respond to questions (b) to (f) separately for each administion: 1 Record(s) Filed.	trator. through (f) below. If the private fund	
Does the professional If the answers complessional If the answers administration (b) Name	rivate fund use an administer to question 26.(a) is "y lete questions (b) through Administrator Information and the swer to question 26.(a) is lator, you must complete the of administrator:	yes," respond to questions (b) to (f) separately for each administrion: 1 Record(s) Filed. "yes," respond to questions (b)	trator. through (f) below. If the private fund	
Does the professional If the answers complessional If the answers administration (b) Name	rivate fund use an administer to question 26.(a) is "y lete questions (b) through Administrator Information and the swer to question 26.(a) is ator, you must complete to	yes," respond to questions (b) to (f) separately for each administrion: 1 Record(s) Filed. "yes," respond to questions (b)	trator. through (f) below. If the private fund	
Does the professional If the answers complessional If the answers administration (b) Name GEN I	rivate fund use an administer to question 26.(a) is "y lete questions (b) through Administrator Information and the swer to question 26.(a) is lator, you must complete the of administrator:	yes," respond to questions (b) to (f) separately for each administrion: 1 Record(s) Filed. "yes," respond to questions (b) questions (b) through (f) separate	trator. through (f) below. If the private fund	
Does the professional If the answers complessional If the answers administration (b) Name GEN I	rivate fund use an administer to question 26.(a) is "y lete questions (b) through Administrator Information and the complete of administrator: If FUND SERVICES, LLC	yes," respond to questions (b) to (f) separately for each administrion: 1 Record(s) Filed. "yes," respond to questions (b) questions (b) through (f) separate	through (f) below. If the <i>private func</i> itely for each administrator. Country:	
Does the professional If the answers complessional If the answers administration (b) Name GEN I (c) Locat City:	rivate fund use an administer to question 26.(a) is "y lete questions (b) through Administrator Information and the complete of administrator: If FUND SERVICES, LLC	yes," respond to questions (b) to (f) separately for each administrion: 1 Record(s) Filed. "yes," respond to questions (b) questions (b) through (f) separately state and country):	through (f) below. If the <i>private fund</i> itely for each administrator.	duses more than one
Does the professional If the answer administration (b) Name GEN I (c) Locat City: NEW	rivate fund use an administer to question 26. (a) is "y lete questions (b) through Administrator Information and the complete of administrator: If FUND SERVICES, LLC tion of administrator (city, YORK)	yes," respond to questions (b) to (f) separately for each administrion: 1 Record(s) Filed. "yes," respond to questions (b) questions (b) through (f) separately state and country): State: New York	through (f) below. If the <i>private func</i> itely for each administrator. Country:	duses more than one
Does the professional If the answer administration (b) Name GEN I (c) Locat City: NEW	rivate fund use an administer to question 26. (a) is "y lete questions (b) through Administrator Information and the complete of administrator: If FUND SERVICES, LLC tion of administrator (city, city)	yes," respond to questions (b) to (f) separately for each administrion: 1 Record(s) Filed. "yes," respond to questions (b) questions (b) through (f) separately state and country): State: New York	through (f) below. If the <i>private func</i> itely for each administrator. Country:	duses more than one
Does the profit the answer complement comple	rivate fund use an administer to question 26. (a) is "y lete questions (b) through Administrator Information and the complete of administrator: II FUND SERVICES, LLC with the administrator (city, you was administrator a related possible administrator a related p	yes," respond to questions (b) to (f) separately for each administration: 1 Record(s) Filed. "yes," respond to questions (b) questions (b) through (f) separately state and country): State: New York person of your firm?	through (f) below. If the <i>private func</i> itely for each administrator. Country:	duses more than one
Does the professional of the answer complessional of the answer complession of t	rivate fund use an administer to question 26. (a) is "y lete questions (b) through Administrator Information and the swer to question 26. (a) is ator, you must complete of administrator: II FUND SERVICES, LLC Ition of administrator (city, YORK Administrator a related possible administrator a related possible administrator prepare	yes," respond to questions (b) to (f) separately for each administriction: 1 Record(s) Filed. "yes," respond to questions (b) questions (b) through (f) separately state and country): State: New York person of your firm? e and send investor account state.	through (f) below. If the <i>private fund</i> stely for each administrator. Country: United States	duses more than one Ye

27. During your last fiscal year, what percentage of the private fund's assets (by value) was valued by a person, such as an administrator, that is not your related person?

0%

Include only those assets where (i) such person carried out the valuation procedure established for that asset, if any, including obtaining any relevant quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or distributions, and fee calculations (including allocations) was the valuation determined by such person.

Ma	rkete		_	
20	(2)	Does the <i>private fund</i> use the services of someone other than you or your <i>employees</i> for marketing purposes?	_	No
20.		You must answer "yes" whether the <i>person</i> acts as a placement agent, consultant, finder, introducer, municipal advisor or other solicitor similar <i>person</i> . If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the <i>private f</i>		•
		uses. If the <i>private fund</i> uses more than one marketer you must complete questions (b) through (g) separately for each marketer.		
		No Information Filed		
A P	RIVAT	TE FUND		
,				
Info	ormat	tion About the Private Fund		
1.		Name of the <i>private fund</i> :		
		SAPPHIRE SAP HANA FUND OF FUNDS, L.P. Private fund identification number:		
	` ,	(include the "805-" prefix also)		
		805-3976141231		
2.	Und	ler the laws of what state or country is the <i>private fund</i> organized:		
		State: Country:		
		Delaware United States		
3.	(a)	Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity):		
0.		me of General Partner, Manager, Trustee, or Director		
		PPHIRE SAP HANA FUND OF FUNDS (GPE), L.L.C.		
	(b)	If filing an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.		
		No Information Filed		
4.	The	private fund (check all that apply; you must check at least one):		
	V	(1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940		
	V	(2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940		
5.	List	the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.		
0.		No Information Filed		
			Yes	No
6.	(a)	Is this a "master fund" in a master-feeder arrangement?	0	•
	(b)	If yes, what is the name and private fund identification number (if any) of the feeder funds investing in this private fund?		
		No Information Filed		
	(c)	Is this a "feeder fund" in a master-feeder arrangement?	Yes -	
		If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests?	0	⊙
		Name of <i>private fund</i> :		
		Private fund identification number: (include the "805-" prefix also)		
		TE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section 7 the master-feeder arrangement or reporting on the funds separately.	.B.(1	1)
7.	_	ou are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for feeder funds answer the following questions:	each	of

No Information Filed

	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it is multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.		
		Yes	No
8.	(a) Is this <i>private fund</i> a "fund of funds"?	\odot	0
	NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.		
	(b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ?	•	0
		Yes	No
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?	0	•
10.	What type of fund is the <i>private fund</i> ?		
	C hedge fund C liquidity fund C private equity fund C real estate fund C securitized asset fund venture capital fund C Other private	te fur	ıd:
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		
11.	Current gross asset value of the <i>private fund</i> : \$ 1,218,848,216		
<u>Ow</u>	<u>vnership</u>		
12.	Minimum investment commitment required of an investor in the <i>private fund</i> : \$ 405,000,000		
	NOTE: Report the amount routinely required of investors who are not your related persons (even if different from the amount set forth in the organizational documents of the fund).	!	
13.	Approximate number of the <i>private fund's</i> beneficial owners: 2		
14.	What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> : 1%		
15.	(a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds: 0%		
		Yes	No
	(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to qualified clients?	•	0
16.	What is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> : 99%		
<u>Yοι</u>	ur Advisory Services		
17	(a) Are you a subadviser to this <i>private fund</i> ?	Yes	
17.	(b) If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the <i>private fund</i> . If the answer question 17.(a) is "no," leave this question blank.	to	•
	No Information Filed		
		Yes	No
18.	(a) Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) advise the private fund?	0	•
	(b) If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private fund</i> . If the a to question 18.(a) is "no," leave this question blank.	answ	er
	No Information Filed		
		Yes	No
19.	Are your <i>clients</i> solicited to invest in the <i>private fund</i> ?	0	•

NOTE: For purposes of this question, do not consider feeder funds of the private fund.

	0%		
Priv	ate Offering	Yes	No
21.	Has the private fund ever relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1933?	0	•
22.	If yes, provide the <i>private fund's</i> Form D file number (if any):		
	No Information Filed		
3. SE	RVICE PROVIDERS		
Audi	<u>itors</u>		
23.	(a) (1) Are the <i>private fund's</i> financial statements subject to an annual audit?	Yes	No O
	(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?	•	0
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the private fund uses more than one audition you must complete questions (b) through (f) separately for each auditing firm.	ng firm	1,
	Additional Auditor Information : 1 Record(s) Filed.		
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the private fund uses more than one aud	diting	
	firm, you must complete questions (b) through (f) separately for each auditing firm.		
	(b) Name of the auditing firm: KPMG, LLP		
	(c) The location of the auditing firm's office responsible for the <i>private fund's</i> audit (city, state and country):		
	City: State: Country:		
	GRAND CAYMAN Cayman Islands	Yes I	No
	(d) Is the auditing firm an independent public accountant?	•	0
	(e) Is the auditing firm registered with the Public Company Accounting Oversight Board?	•	0
	If yes, Public Company Accounting Oversight Board-Assigned Number: 185		
	(f) If "yes" to (e) above, is the auditing firm subject to regular inspection by the Public Company Accounting Oversight Board in accordance with its rules?	•	0
		Yes	. Nc
	(g) Are the <i>private fund's</i> audited financial statements for the most recently completed fiscal year distributed to the <i>private fund's</i> investors?	•	0
	(h) Do all of the reports prepared by the auditing firm for the private fund since your last annual updating amendment contain unqualified of	pinion	s?
	If you check "Report Not Yet Received," you must promptly file an amendment to your Form ADV to update your response when the report I	's availa	ıble.
Prim	ne Broker		
24	(a) Does the <i>private fund</i> use one or more prime brokers?	Yes	
24 .	If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the <i>private fund</i> uses. If the fund uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker.	⊙ he <i>priva</i>	o ate
	Additional Prime Broker Information : 6 Record(s) Filed.		
	If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the <i>private fund</i> uses. It private fund uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker.	fthe	
	(b) Name of the prime broker:		

(c)	If the prime broker is registered w 8 - 129	ith the SEC, its registration numb	er:	
	CRD Number (if any):			
	361			
(d)	Location of prime broker's office u	sed principally by the <i>private fund</i>	(city, state and country):	
	City:	State:	Country:	
	NEW YORK	New York	United States	Waa Ni
(e)	Does this prime broker act as cust	odian for some or all of the <i>privat</i>	e fund's assets?	Yes No
			and a doorer	
			ugh (e) below for each prime broker the <i>private fu</i> ions (b) through (e) separately for each prime bro	
(b)	Name of the prime broker: JMP SECURITIES LLC			
(c)	If the prime broker is registered w	with the SEC lits registration numb	ar·	
(C)	8 - 39613	ntil the Sec, its registration numb	ei .	
	CRD Number (if any):			
	22208			
(d)	Location of prime broker's office u	sed principally by the <i>private fund</i>	(city, state and country):	
	City:	State:	Country:	
	SAN FRANCISCO	California	United States	
(0)	Does this prime broker act as cust	radian for some or all of the privat	a fund's assats?	Yes No
(6)	Does this prime broker act as cust	odian for some or an or the privat	e fund 3 d33et3:	• c
priv		broker, you must complete quest	ugh (e) below for each prime broker the <i>private fu</i> ions (b) through (e) separately for each prime bro	
(0)	8 - 7221	Title 320, its registration name		
	CRD Number (if any): 7691			
(d)	Location of prime broker's office u	sed principally by the <i>private fund</i>	(city, state and country):	
	City:	State:	Country:	
	SAN FRANCISCO	California	United States	Yes No
(e)	Does this prime broker act as cust	odian for some or all of the privat	e fund's assets?	es no
			ugh (e) below for each prime broker the <i>private fu</i> ions (b) through (e) separately for each prime bro	
(b)	Name of the prime broker: MORGAN STANLEY			
(c)	If the prime broker is registered w 8 - 68191	vith the SEC, its registration numb	er:	
	CRD Number (if any): 149777			

GOLDMAN SACHS & CO. LLC

	State: California	Country: United States	
			Yes No
(e) Does this prime broker a	act as custodian for some or all of the <i>privat</i>	e fund's assets?	
•	· · · · · · · · · · · · · · · · · · ·	ugh (e) below for each prime broker the <i>private</i> tions (b) through (e) separately for each prime	
(b) Name of the prime broke RAYMOND JAMES & ASSO			
(c) If the prime broker is reg 8 - 10999 CRD Number (if any):	gistered with the SEC, its registration numb	er:	
705			
(d) Location of prime broker	s's office used principally by the private fund	(city, state and country):	
City: ST. PETERSBURG	State: Florida	Country: United States	
31. I ETENSBORG	Horida	office states	Yes No
(e) Does this prime broker a	act as custodian for some or all of the privat	e fund's assets?	O
•	one prime broker, you must complete ques	ugh (e) below for each prime broker the <i>private</i> tions (b) through (e) separately for each prime	
(c) If the prime broker is reg 8 - 16267 CRD Number (if any): 8174	gistered with the SEC, its registration numb	er:	
(d) Location of prime broker	's office used principally by the <i>private fund</i>	(city, state and country):	
City:	State:	Country:	
•			Yes No
City: WEEHAKEN	State:	Country: United States	Yes No ⊙ C
City: WEEHAKEN (e) Does this prime broker a	State: New Jersey	Country: United States	
City: WEEHAKEN (e) Does this prime broker a	State: New Jersey act as custodian for some or all of the <i>privat</i>	Country: United States e fund's assets?	
City: WEEHAKEN (e) Does this prime broker a even one of the answer to question 25.(a)	State: New Jersey act as custodian for some or all of the <i>privat</i> custodians (including the prime brokers liste a) is "yes," respond to questions (b) throug	Country: United States e fund's assets? ed above) to hold some or all of its assets? h (g) below for each custodian the private fund	Yes N
City: WEEHAKEN (e) Does this prime broker a Does the private fund use any of the answer to question 25.(a)	State: New Jersey act as custodian for some or all of the <i>privat</i> custodians (including the prime brokers liste a) is "yes," respond to questions (b) through , you must complete questions (b) through	Country: United States e fund's assets? ed above) to hold some or all of its assets? h (g) below for each custodian the private fund	Yes N
City: WEEHAKEN (e) Does this prime broker a Does the private fund use any of the answer to question 25. (asses more than one custodian, Additional Custodian Information 11 the answer to question 25.	State: New Jersey act as custodian for some or all of the <i>privat</i> custodians (including the prime brokers liste a) is "yes," respond to questions (b) through , you must complete questions (b) through ation: 7 Record(s) Filed.	Country: United States e fund's assets? ed above) to hold some or all of its assets? h (g) below for each custodian the private func (g) separately for each custodian.	Yes No Construction of the Private fundamental o
City: WEEHAKEN (e) Does this prime broker a Does the private fund use any of the answer to question 25. (asses more than one custodian, Additional Custodian Information 25.	State: New Jersey act as custodian for some or all of the <i>privat</i> custodians (including the prime brokers liste a) is "yes," respond to questions (b) throug , you must complete questions (b) through ation: 7 Record(s) Filed.	Country: United States e fund's assets? ed above) to hold some or all of its assets? h (g) below for each custodian the private func (g) separately for each custodian.	Yes No Construction of the Private fundamental o
City: WEEHAKEN (e) Does this prime broker and the private fund use any of the answer to question 25. (asses more than one custodian, additional Custodian Information 11 the answer to question 25.	State: New Jersey act as custodian for some or all of the <i>private</i> custodians (including the prime brokers liste a) is "yes," respond to questions (b) through , you must complete questions (b) through ation: 7 Record(s) Filed. 5.(a) is "yes," respond to questions (b) through stodian, you must complete questions (b) through	Country: United States e fund's assets? ed above) to hold some or all of its assets? h (g) below for each custodian the private func (g) separately for each custodian.	Yes No Construction of the Private fundamental o

(u)	The location of the custodian's office responsible for <i>custody</i> of the <i>private fund's</i> assets (city, state and country):							
	City: NEW YORK	State: New York		Country: United States				
					Yes	No		
(e)	Is the custodian a related	person of your firm?			0	•		
(f)		er-dealer, provide its SEC ro	egistration number	(if any):				
	8 - 129 CRD Number (if any):							
	361							
(g)	If the custodian is not a b identifier (if any)	roker-dealer, or is a broke	r-dealer but does i	not have an SEC registration number, provide	its legal entity			
	· ·			n g) below for each custodian the <i>private fund</i> ugh (g) separately for each custodian.	uses. If the <i>priva</i>	— te		
(b)	Legal name of custodian: JMP SECURITIES LLC							
(c)	Primary business name of JMP SECURITIES LLC	custodian:						
(d)	The location of the custod	ian's office responsible for	custody of the priv	vate fund's assets (city, state and country):				
	City: SAN FRANCISCO		State: California	Country: United States				
					Yes	No		
(e)	Is the custodian a related	person of your firm?			0	•		
(f)	If the custodian is a broke 8 - 39613	er-dealer, provide its SEC re	egistration number	(if any):				
	CRD Number (if any): 22208							
(g)	If the custodian is not a b identifier (if any)	roker-dealer, or is a broke	r-dealer but does i	not have an SEC registration number, provide	its <i>legal entity</i>			
	· ·			ng) below for each custodian the <i>private fund</i> ugh (g) separately for each custodian.	uses. If the <i>priva</i>	te		
(b)	Legal name of custodian: MERRILL LYNCH, PIERCE, F	FENNER & SMITH INCORPO	RATED					
(c)	Primary business name of MERRILL LYNCH, PIERCE, F	custodian: FENNER & SMITH INCORPO	RATED					
(d)				vate fund's assets (city, state and country):				
	City: SAN FRANCISCO		State: California	Country: United States				
(e)	Is the custodian a related	person of your firm?			Yes O	No ⊙		
(f)	If the custodian is a broke	er-dealer, provide its SEC ro	egistration number	(if any):				
	8 - 7221							
	CRD Number (if any): 7691							
(a)	If the custodian is not a b	roker-dealer or is a broke	r-dealer but doos	not have an SEC registration number, provide	its logal optity			

identifier (if any)

	he answer to question 25.(a) is "yes," respo d uses more than one custodian, you must c	•	•	•
(b)	Legal name of custodian: MORGAN STANLEY SMITH BARNEY LLC			
(c)	Primary business name of custodian: MORGAN STANLEY			
(d)	The location of the custodian's office respon	nsible for <i>custody</i> of the <i>p</i>	rivate fund's assets (city, state and cour	ntry):
	City: MENLO PARK	State: California	Country: United States	
				Yes No
(e)	Is the custodian a related person of your firm	n?		○ ⊙
(f)	If the custodian is a broker-dealer, provide its SEC registration number (if any):			
	8 - 68191 CRD Number (if any): 149777			
(g)	If the custodian is not a broker-dealer, or is identifier (if any)	s a broker-dealer but doe [.]	s not have an SEC registration number,	provide its <i>legal entity</i>
	identifier (ii dily)			
fun	he answer to question 25.(a) is "yes," respo d uses more than one custodian, you must c Legal name of custodian: RAYMOND JAMES & ASSOCIATES, INC.	•	,	•
(c)	Primary business name of custodian: RAYMOND JAMES & ASSOCIATES, INC.			
(d)	The location of the custodian's office respon	nsible for <i>custody</i> of the <i>p</i>	rivate fund's assets (city, state and cour	ntry):
	City: ST. PETERSBURG	State: Florida	Country: United States	
	31. FLIERSBURG	riorida	offited States	Yes No
(e)	Is the custodian a related person of your firm	n?		○ ⊙
(f)	If the custodian is a broker-dealer, provide its SEC registration number (if any): 8 - 10999			
	CRD Number (if any): 705			
(g)	If the custodian is not a broker-dealer, or is identifier (if any)	s a broker-dealer but doe:	s not have an SEC registration number,	provide its <i>legal entity</i>
fund (b)	he answer to question 25.(a) is "yes," respo d uses more than one custodian, you must on Legal name of custodian: SILICON VALLEY BANK Primary business name of custodian: SILICON VALLEY BANK	•	•	•
(d)	The location of the custodian's office respor	nsible for <i>custody</i> of the p	rivate fund's assets (city, state and cour	ntry):

State:

Country:

City:

(e) Is the custodian a <i>related person</i> of your firm?(f) If the custodian is a broker-dealer, provide its SEC registration number (if any):	Yes I	No ⊙
(f) If the custodian is a broker-dealer, provide its SEC registration number (if any):		
- CRD Number (if any):		
(g) If the custodian is not a broker-dealer, or is a broker-dealer but does not have an SEC registration number, provide its legal entidentifier (if any)0K2D5AK28E3O5CC06E35	ity	
If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If the <i>fund</i> uses more than one custodian, you must complete questions (b) through (g) separately for each custodian.	privati	9
(b) Legal name of custodian: UBS FINANCIAL SERVICES INC.		
(c) Primary business name of custodian: UBS FINANCIAL SERVICES INC.		
(d) The location of the custodian's office responsible for custody of the private fund's assets (city, state and country):		
City: State: Country: WEEHAKEN New Jersey United States		
(e) Is the custodian a <i>related person</i> of your firm?	Yes I	
(f) If the custodian is a broker-dealer, provide its SEC registration number (if any):		
8 - 16267 CRD Number (if any): 8174		
(g) If the custodian is not a broker-dealer, or is a broker-dealer but does not have an SEC registration number, provide its legal entidentifier (if any)	ity	
<u>Administrator</u>	Ves	. No
26. (a) Does the <i>private fund</i> use an administrator other than your firm?	0	•
If the answer to question 26.(a) is "yes," respond to questions (b) through (f) below. If the <i>private fund</i> uses more than one administrator.	ator, y	/ou
No Information Filed		
27. During your last fiscal year, what percentage of the <i>private fund's</i> assets (by value) was valued by a <i>person</i> , such as an administrator, tha your <i>related person</i> ? 95%	t is no	t
Include only those assets where (i) such <i>person</i> carried out the valuation procedure established for that asset, if any, including obtaining relevant quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or distributions, and fee calculations (including allocations) was the valuation determined by such <i>person</i> .	-	
<u>Marketers</u>	Yes	s No

28. (a) Does the *private fund* use the services of someone other than you or your *employees* for marketing purposes?

You must answer "yes" whether the person acts as a placement agent, consultant, finder, introducer, municipal advisor or other solicitor, or similar person. If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the private fund

uses. If the *private fund* uses more than one marketer you must complete questions (b) through (g) separately for each marketer.

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	No Information Filed	
. PI	RIVATE FUND	
nfo	ormation About the <i>Private Fund</i>	
1.	 (a) Name of the <i>private fund</i>: SAPPHIRE SPORT II, L.P. (b) <i>Private fund</i> identification number: (include the "805-" prefix also) 805-3563050632 	
2.	Under the laws of what state or country is the <i>private fund</i> organized:	
	State: Country:	
	Delaware United States	
2	(a) Name(c) of Conoral Partner, Manager, Tructon, or Directors (or persons carving in a similar conacity).	
3.	(a) Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity):	
	Name of General Partner, Manager, Trustee, or Director SAPPHIRE SPORT GPE II, L.P.	
	SAFFIIILE SPORT GEE II, E.F.	
	(b) If filing an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.	
	No Information Filed	
5 .	(1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940 (2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940 List the name and country, in English, of each <i>foreign financial regulatory authority</i> with which the <i>private fund</i> is registered.	
	No Information Filed	
	THE THIRD THEE	
_	(a) Is this a "master fund" in a master feeder arrangement?	Yes N
6.	(a) Is this a "master fund" in a master-feeder arrangement?	0 (
	(b) If yes, what is the name and <i>private fund</i> identification number (if any) of the feeder funds investing in this <i>private fund</i> ?	
	No Information Filed	
		Yes N
	(c) Is this a "feeder fund" in a master-feeder arrangement?	0 (
	(d) If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests? Name of <i>private fund</i> :	
	Private fund identification number: (include the "805-" prefix also)	
	NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section for the master-feeder arrangement or reporting on the funds separately.	າ 7.B.(1)
7.	If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for the feeder funds answer the following questions:	or each (
	No Information Filed	
	NOTE. For purposes of questions 4 and 7, in a master feeder arrangement, one or more funds ("feeder funds") invest all or substantially a	II of the
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially a assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it	
	multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.	. 133466

(a) Is this private fund a "fund of funds"?

Yes No

 \circ

	NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.	nt	
	(b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ?	0	0
		Yes	No.
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?	0	•
10.	What type of fund is the private fund?		
	C hedge fund C liquidity fund C private equity fund C real estate fund C securitized asset fund c venture capital fund C Other private	⁄ate fuı	nd:
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		
11.	Current gross asset value of the <i>private fund</i> : \$ 161,828,663		
<u>Ow</u>	vnership_		
12.	Minimum investment commitment required of an investor in the <i>private fund</i> :		
	\$ 250,000		
	NOTE: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set forth in the organizational documents of the fund).	ne	
13.	Approximate number of the <i>private fund's</i> beneficial owners: 39		
14.	What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> : 2%		
15.	(a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds:		
	3%	Voc	. No
	(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	Ö	• NO
16.	What is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> : 23%		
Υοι	ur Advisory Services		
<u></u>	<u>a. 7.4.7.35. y 35.7.7.35.</u>	Yes	No.
17.	(a) Are you a subadviser to this <i>private fund</i> ?	0	•
	(b) If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the <i>private fund</i> . If the answer question 17.(a) is "no," leave this question blank.	er to	
	No Information Filed		
		Yes	No.
18.	(a) Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) advise the private fund?	0	\odot
	(b) If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private fund</i> . If the to question 18.(a) is "no," leave this question blank.	e answ	/er
	No Information Filed		
		Yes	No.
19.	Are your <i>clients</i> solicited to invest in the <i>private fund</i> ?	0	⊙
	NOTE: For purposes of this question, do not consider feeder funds of the private fund.		
20.	Approximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ? 6%		
<u>P</u> riv	vate Offering		
		Yes	No.
21.	Has the private fund ever relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1933?	•	0

B. SERVI Auditor 23. (a)							
02	1-1883953						
(2) If the answer to question 23 (a)(1) is "yes," respond to questions (b) through (r) below. If the private fund uses more than one auditing firm, you must complete questions (b) through (r) separately for each auditing firm. Additional Auditor Information: 1 Record(s) Filed. If the answer to question 23 (a)(1) is "yes," respond to questions (b) through (r) below. If the private fund uses more than one auditing firm, you must complete questions: (b) through (r) separately for each auditing firm. (b) Name of the auditing firm:							
B. SERVI	ICE PROVIDERS						
Auditor	<u>'s</u>						
00 ()	(4) A 11 1 1 6 11 6 11			Yes No			
23. (a)	,	ř		0 0			
	,	•		⊙ C uditina firm			
	Additional Auditor Information : 1 Record(s) Filed.						
	•	•	•	auditing			
	(c) The location of the auditing fi	rm's office responsible for the <i>priva</i>	ate fund's audit (city, state and country):				
		·					
	PALO ALTO	California	United States	Vac Na			
	(d) Is the auditing firm an indepe	ndent public accountant?					
	(e) Is the auditing firm registered	d with the Public Company Account	ing Oversight Board?	⊙ ○			
		nting Oversight Board-Assigned Nu	mber:				
		uditing firm subject to regular inspe	ection by the Public Company Accounting Oversight Board in	⊙ ○			
				Ves Nr			
(g)	•	cial statements for the most recentl	y completed fiscal year distributed to the private fund's				
(h)	Do all of the reports prepared by the	e auditing firm for the private fund	since your last annual updating amendment contain unqualif	ied opinions?			
	⊙ Yes O No O Report Not Yet Re	ceived					
	If you check "Report Not Yet Receive	d," you must promptly file an amend	ment to your Form ADV to update your response when the rep	ort is available.			
Prime I	<u>Broker</u>						
24 (2)	Does the private fundues one or m	oro primo brokors?		Yes No			
24. (a)	If the answer to question 24.(a) is	yes," respond to questions (b) thr	rough (e) below for each prime broker the <i>private fund</i> uses. (b) through (e) separately for each prime broker.	C			
	Tana ases more than one prime bro	Rei , you must complete questions (, b) through (c) separately for each prime broker.				
		No Infor	rmation Filed				
Custodi	ian						
<u> </u>	· ·····			Yes No			
25. (a)	If the answer to question 25.(a) is	"yes," respond to questions (b) thr	listed above) to hold some or all of its assets? ough (g) below for each custodian the <i>private fund</i> uses. If	⊙ C the <i>private fund</i>			
	uses more than one custodian, you	must complete questions (b) throu	ugh (g) separately for each custodian.				

22. If yes, provide the $\it private fund's Form D file number (if any):$

Additional Custodian Information: 1 Record(s) Filed.

В.

	(d) The location of the custodian's of City:	fice responsible for <i>custody</i> of the State:	e <i>private fund's</i> assets (city, state and cour Country:	ntry):
	MENLO PARK	California	United States	
		of coord flows O		Yes No
	(e) Is the custodian a related person	or your firm?		0 0
	(f) If the custodian is a broker-deale	r, provide its SEC registration nu	mber (if any):	
	- CRD Number (if any):			
	identifier (if any)	ealer, or is a broker-dealer but d	loes not have an SEC registration number,	provide its <i>legal entity</i>
	0K2D5AK28E3O5CC06E35			
	Does the <i>private fund</i> use an administration of the answer to question 26.(a) is "yes must complete questions (b) through (f	," respond to questions (b) throu	ugh (f) below. If the <i>private fund</i> uses more or.	Yes C e than one administrator, yo
	Does the <i>private fund</i> use an administra	," respond to questions (b) throu) separately for each administrat	or.	o
	Does the <i>private fund</i> use an administra	," respond to questions (b) throu) separately for each administrat	,	o
(a) Du yo	Does the <i>private fund</i> use an administral of the answer to question 26.(a) is "yes must complete questions (b) through (for the complete questions) and the complete questions (b) through (for the complete questions) are supplied to the complete question of the complete	," respond to questions (b) through the separately for each administrate the separate	or.	C e than one administrator, yo
Du yo 0% Inc	Does the <i>private fund</i> use an administral of the answer to question 26.(a) is "yes must complete questions (b) through (for the first of the first	respond to questions (b) through separately for each administrate. No Inform the private fund's assets (by erson carried out the valuation properties of investor subscripts.	or.	e than one administrator, you
Du yo 0% Inc	Does the <i>private fund</i> use an administral of the answer to question 26.(a) is "yes must complete questions (b) through (for the first of the first	respond to questions (b) through separately for each administrate. No Inform the private fund's assets (by erson carried out the valuation properties of investor subscripts.	or. nation Filed value) was valued by a <i>person</i> , such as a cocedure established for that asset, if any,	e than one administrator, you administrator, that is not including obtaining any see calculations (including
Du yo 0% Ind rel all	Does the <i>private fund</i> use an administral of the answer to question 26.(a) is "yes must complete questions (b) through (for the first of the first	respond to questions (b) through, respond to questions (b) through separately for each administrate. No Inform the private fund's assets (by erson carried out the valuation profession of the person.	or. nation Filed value) was valued by a <i>person</i> , such as a cocedure established for that asset, if any, ptions, redemptions or distributions, and fe	e than one administrator, you
Du yo 0% Ind rel all	Does the <i>private fund</i> use an administration of the answer to question 26. (a) is "yes must complete questions (b) through (for must complete questions (c) through (for must complete questions (d) through (for must complete questions) where (i) such personal questions (d) through (for must complete questions) where (i) such personal questions (d) through (for must complete questions) where (ii) such personal questions (d) through (for must complete questions) where (i) such personal questions (d) through (for must complete questions) where (ii) such personal questions (d) through (for must complete questions) where (ii) such personal questions (d) through (for must complete questions) where (iii) such personal questions (d) through (for must complete questions) where (iii) such personal questions (d) through (for must complete questions) where (iii) such personal questions (d) through (for must complete questions) where (iii) such personal questions (d) through (for must complete questions) where (iii) such personal questions (d) through (for must complete questions) where (for must complete questions) which (for must complete questions) where (for must complete questions) where (for must complete questions) which (for must c	respond to questions (b) through, "respond to questions (b) through, "separately for each administrate." No Inform the private fund's assets (by erson carried out the valuation profers of investor subscriptions such person. of someone other than you or your son acts as a placement agent, in 28. (a) is "yes," respond to questions.	or. nation Filed value) was valued by a <i>person</i> , such as a cocedure established for that asset, if any, ptions, redemptions or distributions, and fe	than one administrator, you administrator, that is not including obtaining any see calculations (including Yes O dvisor or other solicitor, or marketer the private fund
Du yo 0% Ind rel all	Does the <i>private fund</i> use an administration of the answer to question 26. (a) is "yes must complete questions (b) through (for must complete questions (c) through (for must complete questions (d) through (for must complete questions) where (i) such personal questions (d) through (for must complete questions) where (i) such personal questions (d) through (for must complete questions) where (ii) such personal questions (d) through (for must complete questions) where (i) such personal questions (d) through (for must complete questions) where (ii) such personal questions (d) through (for must complete questions) where (ii) such personal questions (d) through (for must complete questions) where (iii) such personal questions (d) through (for must complete questions) where (iii) such personal questions (d) through (for must complete questions) where (iii) such personal questions (d) through (for must complete questions) where (iii) such personal questions (d) through (for must complete questions) where (iii) such personal questions (d) through (for must complete questions) where (for must complete questions) which (for must complete questions) where (for must complete questions) where (for must complete questions) which (for must c	respond to questions (b) through, "respond to questions (b) through, "separately for each administrate." No Inform the private fund's assets (by erson carried out the valuation profers of investor subscriptions such person. of someone other than you or your son acts as a placement agent, in 28. (a) is "yes," respond to questions.	or. nation Filed value) was valued by a <i>person</i> , such as an occedure established for that asset, if any, ptions, redemptions or distributions, and for the consultant, finder, introducer, municipal actions (b) through (g) below for each such	than one administrator, you administrator, that is not including obtaining any see calculations (including Yes O dvisor or other solicitor, or marketer the private fund

A. PRIVA

Information About the Private Fund

- 1. (a) Name of the private fund:
 - SAPPHIRE SPORT PARALLEL FUND II, L.P.
 - (b) Private fund identification number: (include the "805-" prefix also) 805-5630576636

2.	Under the laws of what state or country is the <i>private fund</i> organized:		
	State: Country:		
	Delaware United States		
3.	(a) Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity):		
	Name of General Partner, Manager, Trustee, or Director		
	SAPPHIRE SPORT GPE II, L.P.		
	(b) If filing an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.		
	No Information Filed		
4.	The private fund (check all that apply; you must check at least one):		
	(1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940		
	(2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940		
5.	List the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.		
٥.	No Information Filed		
	no miormation rilea	Yes	· No
6.	(a) Is this a "master fund" in a master-feeder arrangement?		
0.	(b) If yes, what is the name and <i>private fund</i> identification number (if any) of the feeder funds investing in this <i>private fund</i> ?	0	•
	No Information Filed		
		Yes	. No
	(c) Is this a "feeder fund" in a master-feeder arrangement?	0	•
	(d) If yes, what is the name and private fund identification number (if any) of the master fund in which this private fund invests?		
	Name of private fund:		
	Private fund identification number: (include the "805-" prefix also)		
	(include the 300 prefix diso)		
	NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section	1 7.B.((1)
	for the master-feeder arrangement or reporting on the funds separately.		
7	If you are filling a cinal a School of D. Section 7.D. (1) for a master feeder arrangement according to the instructions to this Section 7.D. (1) for	or oool	h of
7.	If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for the feeder funds answer the following questions:	or eacr	n oi
	No Information Filed		
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially a	ll of th	neir
	assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it	issue	èd
	multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.		
8.	(a) Is this <i>private fund</i> a "fund of funds"?	Yes	
Ο.	NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investmen		⊙
	vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.	11	
	(b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ?	0	0
		_	
		Yes	. No
9.	During your last fiscal year, did the private fund invest in securities issued by investment companies registered under the Investment	0	•
	Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?	_	
4.0	What have a fifteen like the contracts for all		
10.	. What type of fund is the <i>private fund</i> ?		
	O hedge fund O liquidity fund O private equity fund O real estate fund O securitized asset fund O venture capital fund O Other private of the	ate fur	าd:
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		
	INOTE, FOI ACHIMIONS OF MICSCRAIN TYPOS, PICASC SECTION AUTOMOTO OF THE MISTRACTIONS TO FAIL TA.		

11.	\$ 15,254,155		
<u>Ow</u>	nership		
12.	Minimum investment commitment required of an investor in the <i>private fund</i> : \$ 25,000		
	NOTE: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set for organizational documents of the fund).	th in the	
13.	Approximate number of the <i>private fund's</i> beneficial owners: 18		
14.	What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> : 2%		
15.	(a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds: 12%	Yes	N
	(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?		O
16.	What is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> : 33%		
<u>Υοι</u>	ur Advisory Services		
17	(a) Are you a subadviser to this private fund?	Yes	
17.	(a) Are you a subadviser to this <i>private fund</i>?(b) If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the <i>private fund</i>. If the question 17.(a) is "no," leave this question blank.	answer to	•
	No Information Filed		
10	() D	Yes	No
18.	(a) Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) advise the <i>private fund?</i>(b) If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private fund</i> to question 18.(a) is "no," leave this question blank.	O d. If the answ	⊙ ⁄er
	No Information Filed		
		Yes	No
19.	Are your <i>clients</i> solicited to invest in the <i>private fund?</i> NOTE: For purposes of this question, do not consider feeder funds of the private fund.	0	•
	NOTE: For purposes of this question, do not consider feeder funds of the private fund.		
20.	Approximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ? 6%		
<u>Priv</u>	vate Offering		
21.	Has the <i>private fund</i> ever relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1933?	Yes ©	No
22.	If yes, provide the <i>private fund's</i> Form D file number (if any):		
	Form D file number		
	021-1883953		
B. SI	ERVICE PROVIDERS		
Auc	<u>litors</u>		
22	(a) (1) Are the private fundle fine relations and explicit to the control of the	_	No -
23.	(a) (1) Are the <i>private fund's</i> financial statements subject to an annual audit?(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?	•	0
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the private fund uses more than one	auditing firm	. O 1,
	you must complete questions (b) through (f) separately for each auditing firm.		

	Additional Auditor Information : 1 Record(s)	Filea.					
	If the answer to question 23.(a)(1) is "yes," firm, you must complete questions (b) throug		through (h) below. If the <i>private fund</i> uses more than one au auditing firm.	ıditing			
	(b) Name of the auditing firm:						
	FRANK, RIMERMAN & CO. LLP						
	(c) The location of the auditing firm's office responsible for the <i>private fund's</i> audit (city, state and country):						
	(c) The location of the auditing firm's office r	responsible for the <i>private</i> State:	e fund's audit (city, state and country): Country:				
		California	United States				
				Yes	No		
	(d) Is the auditing firm an independent public	: accountant?		⊙	0		
	(e) Is the auditing firm registered with the Pe	ublic Company Accountir	ng Oversight Board?	•	0		
	If yes, Public Company Accounting Overs	ight Board-Assigned Num	nber:				
	(f) If "yes" to (e) above, is the auditing firm accordance with its rules?	subject to regular inspec	ction by the Public Company Accounting Oversight Board in	•	0		
				Υe	es No		
(g)	Are the <i>private fund's</i> audited financial statement investors?	nts for the most recently	completed fiscal year distributed to the private fund's	G	0		
(h)	Do all of the reports prepared by the auditing fi	irm for the <i>private fund</i> si	ince your last annual updating amendment contain unqualified	opinio	ns?		
	Yes No Report Not Yet Received						
	If you check "Report Not Yet Received," you must	t promptly file an amendn	nent to your Form ADV to update your response when the report	is ava	ilable.		
Prime I	<u>Broker</u>						
04 (0)	Does the <i>private fund</i> use one or more prime br	rokoro?			es No		
4. (a)	If the answer to question 24.(a) is "yes," response	and to questions (b) thro	ough (e) below for each prime broker the <i>private fund</i> uses. If by through (e) separately for each prime broker.	the <i>pri</i>			
		No Inforn	nation Filed				
N 4 11							
ustod	<u>an</u>			Υe	es No		
5. (a)	Does the private fund use any custodians (inclu			0	_		
	If the answer to question 25.(a) is "yes," responses more than one custodian, you must comp		rugh (g) below for each custodian the <i>private fund</i> uses. If the gh (g) separately for each custodian.	privat	e fund		
	Additional Custodian Information : 1 Record	(s) Filed.					
	If the answer to question 25.(a) is "yes," res fund uses more than one custodian, you mus	· · · · · · · · · · · · · · · · · · ·	arough g) below for each custodian the <i>private fund</i> uses. If the through (g) separately for each custodian.	e <i>priva</i>	ate		
	(b) Legal name of custodian: SILICON VALLEY BANK						
	(c) Primary business name of custodian: SILICON VALLEY BANK						
	(d) The location of the custodian's office resp	oonsible for <i>custody</i> of th	ne private fund's assets (city, state and country):				
	City: MENLO PARK	State: California	Country: United States				
	WILINEO FAINN	Gamorna	omited States	Yes	No		
	(e) Is the custodian a related person of your to	firm?		0	•		

	(f) If the custodian is a broker-dealer, provide its SEC registration number (if any):	
	- CRD Number (if any):	
	(g) If the custodian is not a broker-dealer, or is a broker-dealer but does not have an SEC registration number, provide its legal identifier (if any)0K2D5AK28E3O5CC06E35	entity
Adr	<u>sinistrator</u>	
26	(a) Does the private fund use an administrator other than your firm?	Yes No
_0.	If the answer to question 26.(a) is "yes," respond to questions (b) through (f) below. If the <i>private fund</i> uses more than one admin must complete questions (b) through (f) separately for each administrator.	○ ⊙ nistrator, you
	No Information Filed	
27.	During your last fiscal year, what percentage of the <i>private fund's</i> assets (by value) was valued by a <i>person</i> , such as an administrator, to your <i>related person</i> ?	that is not
	Include only those assets where (i) such <i>person</i> carried out the valuation procedure established for that asset, if any, including obtaining relevant quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or distributions, and fee calculations (in allocations) was the valuation determined by such <i>person</i> .	
Vlar	<u>keters</u>	
		Yes No
28.	(a) Does the <i>private fund</i> use the services of someone other than you or your <i>employees</i> for marketing purposes? You must answer "yes" whether the <i>person</i> acts as a placement agent, consultant, finder, introducer, municipal advisor or other so similar <i>person</i> . If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the <i>pri</i> uses. If the <i>private fund</i> uses more than one marketer you must complete questions (b) through (g) separately for each marketer.	
	No Information Filed	
. PF	IVATE FUND	
n f o	motion About the Drivete Fund	
nio	mation About the <i>Private Fund</i>	
1.	(a) Name of the private fund:	
	SAPPHIRE SPORT PARALLEL FUND, L.P. (b) Private fund identification number:	
	(include the "805-" prefix also)	
	805-3183554303	
2.	Under the laws of what state or country is the <i>private fund</i> organized:	
	State: Country:	
	Delaware United States	
3.	(a) Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity):	
	Name of General Partner, Manager, Trustee, or Director	
	SAPPHIRE SPORT GPE I, L.L.C.	
	(b) If filing an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.	
	No Information Filed	

4. The private fund (check all that apply; you must check at least one):

5.	List the name and country, in English, of each <i>foreign financial regulatory authority</i> with which the <i>private fund</i> is registered.	
	No Information Filed	Yes N
6.	(a) Is this a "master fund" in a master-feeder arrangement?	O (
0.	(b) If yes, what is the name and <i>private fund</i> identification number (if any) of the feeder funds investing in this <i>private fund</i> ?	0 (
	No Information Filed	
	(c) Is this a "feeder fund" in a master-feeder arrangement?	Yes N
	(d) If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests?	0 (
	Name of private fund:	
	Private fund identification number:	
	(include the "805-" prefix also)	
	NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section for the master-feeder arrangement or reporting on the funds separately.	າກ 7.B.(1)
7.	If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), the feeder funds answer the following questions:	for each c
	No Information Filed	
8.	(a) Is this <i>private fund</i> a "fund of funds"? NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment.	Yes N O (
	vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.	
	(b) If yes, does the private fund invest in funds managed by you or by a related person?	0 (
		Yes N
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?	0 (
10.	What type of fund is the private fund?	
	O hedge fund O liquidity fund O private equity fund O real estate fund O securitized asset fund O venture capital fund O Other pri	vate fund:
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.	
11.	Current gross asset value of the <i>private fund</i> :	
	\$ 18,373,264	
<u>Ow</u>	<u>nership</u>	
12.	Minimum investment commitment required of an investor in the <i>private fund</i> : \$ 2,500,000	
	NOTE: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set forth in organizational documents of the fund).	:he
13.	Approximate number of the <i>private fund's</i> beneficial owners: 4	

14. What is the approximate percentage of the *private fund* beneficially owned by you and your *related persons*:

(1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940

15.		What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds:		
	18%		Yes	No
		If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	O	⊙
16.	Wha	at is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> :		
<u>YO</u> 1	<u>ur Aa</u>	visory Services	Yes	No
17.	(a)	Are you a subadviser to this <i>private fund</i> ?	0	•
		If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the <i>private fund</i> . If the answer question 17.(a) is "no," leave this question blank.		~
		No Information Filed		
			Yes	No
18.	(a)	Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) advise the private fund?	0	•
		If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private fund</i> . If the attended to question 18.(a) is "no," leave this question blank.	answ	er
		No Information Filed		
			Yes	No
19.	Are	your <i>clients</i> solicited to invest in the <i>private fund</i> ?	\circ	\odot
	NOT	E: For purposes of this question, do not consider feeder funds of the private fund.		
20.	Appi	roximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ?		
	6%			
<u>Pri</u>	vate (<u>Offering</u>	V	N
21	Has	the <i>private fund</i> ever relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1933?	Yes	_
۷,	Has	the private rand ever relied on an exemption from registration of its securities and regulation b of the securities her or 1700.	•	О
22.	If y∈	es, provide the <i>private fund's</i> Form D file number (if any):		
		m D file number		
	021	-29872001		
B. S	ERVIC	CE PROVIDERS		
Aud	ditors	.		
			Yes	No
23.	(a)	(1) Are the private fund's financial statements subject to an annual audit?	\odot	0
		(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?	\odot	0
		If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one auditing you must complete questions (b) through (f) separately for each auditing firm.	firm	,
		Additional Auditor Information : 1 Record(s) Filed.		
		If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one audit	na	
		firm, you must complete questions (b) through (f) separately for each auditing firm.	9	
		(b) Name of the auditing firm:		
		FRANK, RIMERMAN & CO. LLP		
		(c) The location of the auditing firm's office responsible for the <i>private fund's</i> audit (city, state and country):		
		City: Country: Country: PALO ALTO California United States		
			es N	Jo
		'		

2%

	(e) Is the auditing firm registered with the Pul	blic Company Accounting Over	sight Board?	⊙	0
	If yes, Public Company Accounting Oversig	nht Board-Assigned Number:			
	(f) If "yes" to (e) above, is the auditing firm s accordance with its rules?	subject to regular inspection by	the Public Company Accounting Oversight Board in	0	0
(g)	Are the <i>private fund's</i> audited financial statement investors?	ts for the most recently comple	eted fiscal year distributed to the <i>private fund's</i>		es No
(h)	Do all of the reports prepared by the auditing firm	m for the <i>private fund</i> since you	ur last <i>annual updating amendment</i> contain unqualifie	d opinio	ons?
	If you check "Report Not Yet Received," you must p	promptly file an amendment to	your Form ADV to update your response when the repo	rt is ava	ailable.
ne E	<u>Broker</u>				
(2)	Does the <i>private fund</i> use one or more prime bro	skors?			es No
(a)	·	nd to questions (b) through (e)	below for each prime broker the <i>private fund</i> uses. In the separately for each prime broker.		o o
	Additional Prime Broker Information : 1 Reco	rd(s) Filed.			
	 (b) Name of the prime broker: MERRILL LYNCH, PIERCE, FENNER & SMITH (c) If the prime broker is registered with the S 8 - 7221 CRD Number (if any): 7691 (d) Location of prime broker's office used prince City: SAN FRANCISCO 	SEC, its registration number: cipally by the <i>private fund</i> (city, State: California	Country: United States	Yes	s No
	(e) Does this prime broker act as custodian fo	r some or all of the <i>private fun</i>	d's assets?	•	0
<u>odi</u> (a)	Does the <i>private fund</i> use any custodians (includ	nd to questions (b) through (g)	below for each custodian the <i>private fund</i> uses. If the	(es No ○ ○ te fund
	Additional Custodian Information : 3 Record(s	s) Filed.			
	If the answer to question 25.(a) is "yes," resp fund uses more than one custodian, you must (b) Legal name of custodian: FIRST REPUBLIC BANK (c) Primary business name of custodian: FIRST REPUBLIC BANK	, , , , ,	g) below for each custodian the <i>private fund</i> uses. If t gh (g) separately for each custodian.	:he <i>priv</i>	ate
	(d) The location of the custodian's office responsition.	onsible for <i>custody</i> of the <i>priva</i> State:	te fund's assets (city, state and country): Country:		
	City:	State:	Country:		

(e)	Is the custodian a <i>related person</i> of your firm?			0 0
(f)	If the custodian is a broker-dealer, provide its	SEC registration number	er (if any):	
	- CRD Number (if any):			
(g)	If the custodian is not a broker-dealer, or is a identifier (if any) YWC0TIKBQM2JV8L4IV08	broker-dealer but does	not have an SEC registration number, provide its <i>le</i>	gal entity
	the answer to question 25.(a) is "yes," responded uses more than one custodian, you must com		gh g) below for each custodian the <i>private fund</i> uses. ough (g) separately for each custodian.	If the private
(b)	Legal name of custodian: MERRILL LYNCH, PIERCE, FENNER & SMITH INC	CORPORATED		
(c)	Primary business name of custodian: MERRILL LYNCH, PIERCE, FENNER & SMITH INC	CORPORATED		
(d)	The location of the custodian's office responsible	ole for <i>custody</i> of the <i>pr</i>	rivate fund's assets (city, state and country):	
	City:	State:	Country:	
	SAN FRANCISCO	California	United States	Yes No
(e)	Is the custodian a related person of your firm?			0 0
(f)	If the custodian is a broker-dealer, provide its 8 - 7221	SEC registration number	er (if any):	
	CRD Number (if any): 7691			
(g)	If the custodian is not a broker-dealer, or is a identifier (if any)	broker-dealer but does	not have an SEC registration number, provide its <i>le</i>	gal entity
	the answer to question 25.(a) is "yes," respond and uses more than one custodian, you must com		gh g) below for each custodian the <i>private fund</i> uses. ough (g) separately for each custodian.	If the private
(b)	Legal name of custodian: SILICON VALLEY BANK			
(c)	Primary business name of custodian: SILICON VALLEY BANK			
(d)	The location of the custodian's office responsible	ole for <i>custody</i> of the <i>pr</i>	rivate fund's assets (city, state and country):	
	3	tate:	Country:	
	MENLO PARK C	alifornia	United States	Yes No
(e)	Is the custodian a <i>related person</i> of your firm?			O 0
(f)	If the custodian is a broker-dealer, provide its	SEC registration number	er (if any):	
	CRD Number (if any):			
(g)	identifier (if any)	broker-dealer but does	not have an SEC registration number, provide its le	gal entity
1.1	0K2D5AK28E3O5CC06E35			

Yes No

<u>Aar</u>	ninis	<u>strator</u>	
26	(a)	Does the <i>private fund</i> use an administrator other than your firm?	Yes No
20.		If the answer to question 26.(a) is "yes," respond to questions (b) through (f) below. If the <i>private fund</i> uses more than one administra	tor you
		must complete questions (b) through (f) separately for each administrator.	ior, you
		No Information Filed	
27.		ing your last fiscal year, what percentage of the <i>private fund's</i> assets (by value) was valued by a <i>person</i> , such as an administrator, that i r <i>related person</i> ?	s not
	rele	ude only those assets where (i) such <i>person</i> carried out the valuation procedure established for that asset, if any, including obtaining ar evant quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or distributions, and fee calculations (includ cations) was the valuation determined by such <i>person</i> .	•
Maı	rkete	er <u>s</u>	
28.	(a)	Does the <i>private fund</i> use the services of someone other than you or your <i>employees</i> for marketing purposes?	Yes No
20.		You must answer "yes" whether the <i>person</i> acts as a placement agent, consultant, finder, introducer, municipal advisor or other solicito similar <i>person</i> . If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the <i>private</i> uses. If the <i>private fund</i> uses more than one marketer you must complete questions (b) through (g) separately for each marketer.	
		No Information Filed	
A PI	RIVAT	TE FUND	
<u>l nfo</u>	rmat	tion About the <i>Private Fund</i>	
1.	(a)	Name of the <i>private fund</i> :	
		SAPPHIRE SPORT, L.P.	
	(b)	Private fund identification number:	
		(include the "805-" prefix also) 805-6000379182	
2.	Und	ler the laws of what state or country is the <i>private fund</i> organized:	
		State: Country:	
		Delaware United States	
3.	(a)	Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity):	
		me of General Partner, Manager, Trustee, or Director PPHIRE SPORT GPE I, L.L.C.	
	(b)	If filing an <i>umbrella registration</i> , identify the <i>filing adviser</i> and/or <i>relying adviser(s)</i> that sponsor(s) or manage(s) this <i>private fund</i> . No Information Filed	
		No mioritation rilea	
4.		private fund (check all that apply; you must check at least one):	
		(1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940 (2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940	
5.	List	the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.	
		No Information Filed	
6	(2)	Is this a "master fund" in a master-feeder arrangement?	Yes No
6.		If yes, what is the name and <i>private fund</i> identification number (if any) of the feeder funds investing in this <i>private fund</i> ?	0 0

No Information Filed

		Yes	No
	(c) Is this a "feeder fund" in a master-feeder arrangement?	0	\odot
	(d) If yes, what is the name and private fund identification number (if any) of the master fund in which this private fund invests?		
	Name of private fund:		
	Private fund identification number:		
	(include the "805-" prefix also)		
	NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section 1	7 R (*	1)
	for the master-feeder arrangement or reporting on the funds separately.	, . D. (')
7.	If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for the feeder funds answer the following questions:	each	n of
	No Information Filed		
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it i multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.		
		Yes	No
8.	(a) Is this <i>private fund</i> a "fund of funds"?	0	•
	NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment	~	~
	vehicles, regardless of whether they are also private funds or registered investment companies.		
	(b) If yes, does the private fund invest in funds managed by you or by a related person?	0	0
		Yes	No
9.	During your last fiscal year, did the private fund invest in securities issued by investment companies registered under the Investment	0	•
	Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?		
10.	What type of fund is the private fund?		
	O hedge fund O liquidity fund O private equity fund O real estate fund O securitized asset fund O venture capital fund O Other <i>privat</i>	e fun	d:
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		
11.	Current gross asset value of the <i>private fund</i> :		
	\$ 122,740,266		
O\4/	vnership_		
<u> </u>	TICI STILE		
12.	Minimum investment commitment required of an investor in the private fund:		
	\$ 250,000		
	NOTE: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set forth in the		
	organizational documents of the fund).		
12	Approximate number of the <i>private fund's</i> beneficial owners:		
13.	27		
14.	What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> :		
	1%		
15.	(a) What is the approximate percentage of the private fund beneficially owned (in the aggregate) by funds of funds:		
	7%		
		Yes	No
	(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment	\odot	0
	Company Act of 1940, are sales of the fund limited to qualified clients?		
16.	What is the approximate percentage of the private fund beneficially owned by non-United States persons:		

27%

Your Ad	visory Services	Va	s N
17. (a)	Are you a subadviser to this <i>private fund</i> ?	re C	
	If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the <i>private fund</i> . If t question 17.(a) is "no," leave this question blank.	~	•
	No Information Filed		
		Ye	s N
18. (a)	Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) advise the private fund?	c	6
(b)	If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private f</i> or to question 18.(a) is "no," leave this question blank.	<i>und</i> . If the ans	wer
	No Information Filed		
		Ye	s N
19. Are	your <i>clients</i> solicited to invest in the <i>private fund</i> ?	C	0
NO	E: For purposes of this question, do not consider feeder funds of the private fund.		
20. App	roximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ?		
Private	Offering		
		Ye	s N
21. Has	the private fund ever relied on an exemption from registration of its securities under Regulation D of the Securities Act of 193	33? ©	(
22 If v	es, provide the <i>private fund's</i> Form D file number (if any):		
22. II y	m D file number		
Fo	200720		
Fo 02	-298720 CE PROVIDERS	Ve	ac N
O2 3. SERVI Auditor	CE PROVIDERS (1) Are the <i>private fund's</i> financial statements subject to an annual audit?	Y e	es N
D2 3. SERVI	CE PROVIDERS	_) (
D2 3. SERVI	CE PROVIDERS (1) Are the <i>private fund's</i> financial statements subject to an annual audit?	6	
O2 3. SERVI Auditor	CE PROVIDERS (1) Are the <i>private fund's</i> financial statements subject to an annual audit? (2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP? If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than containing the private fund the private f	6	
D2 3. SERVI	(1) Are the <i>private fund's</i> financial statements subject to an annual audit? (2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP? If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than complete questions (b) through (f) separately for each auditing firm.	one auditing fir	
Fo 02 3. SERVI Auditor	(1) Are the <i>private fund's</i> financial statements subject to an annual audit? (2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP? If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than complete questions (b) through (f) separately for each auditing firm. Additional Auditor Information: 1 Record(s) Filed. If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than	one auditing fir	
Fo 02 3. SERVI Auditor	(1) Are the <i>private fund's</i> financial statements subject to an annual audit? (2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP? If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than concomplete questions (b) through (f) separately for each auditing firm. Additional Auditor Information: 1 Record(s) Filed. If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more that firm, you must complete questions (b) through (f) separately for each auditing firm. (b) Name of the auditing firm:	one auditing fir	
Fo 02 3. SERVI Auditor	(1) Are the <i>private fund's</i> financial statements subject to an annual audit? (2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP? If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than cyou must complete questions (b) through (f) separately for each auditing firm. Additional Auditor Information: 1 Record(s) Filed. If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more that firm, you must complete questions (b) through (f) separately for each auditing firm. (b) Name of the auditing firm: FRANK, RIMERMAN & CO. LLP (c) The location of the auditing firm's office responsible for the <i>private fund's</i> audit (city, state and country): City: State: Country:	one auditing fir	
Fo 02 3. SERVI Auditor	(1) Are the <i>private fund's</i> financial statements subject to an annual audit? (2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP? If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one of the answer to questions (b) through (f) separately for each auditing firm. Additional Auditor Information: 1 Record(s) Filed. If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than firm, you must complete questions (b) through (f) separately for each auditing firm. (b) Name of the auditing firm: FRANK, RIMERMAN & CO. LLP (c) The location of the auditing firm's office responsible for the <i>private fund's</i> audit (city, state and country):	one auditing fir) (
Fo 02 3. SERVI Auditor	(1) Are the <i>private fund's</i> financial statements subject to an annual audit? (2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP? If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than cyou must complete questions (b) through (f) separately for each auditing firm. Additional Auditor Information: 1 Record(s) Filed. If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more that firm, you must complete questions (b) through (f) separately for each auditing firm. (b) Name of the auditing firm: FRANK, RIMERMAN & CO. LLP (c) The location of the auditing firm's office responsible for the <i>private fund's</i> audit (city, state and country): City: State: Country:	one auditing fir) (
Fo 02 3. SERVI Auditor	(1) Are the <i>private fund's</i> financial statements subject to an annual audit? (2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP? If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than concept to the private questions (b) through (f) separately for each auditing firm. Additional Auditor Information: 1 Record(s) Filed. If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more that firm, you must complete questions (b) through (f) separately for each auditing firm. (b) Name of the auditing firm: FRANK, RIMERMAN & CO. LLP (c) The location of the auditing firm's office responsible for the <i>private fund's</i> audit (city, state and country): City: State: Country: PALO ALTO California United States	one auditing fir	No
Fo 02 3. SERVI Auditor	(1) Are the <i>private fund's</i> financial statements subject to an annual audit? (2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP? If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than composite to questions (b) through (f) separately for each auditing firm. Additional Auditor Information: 1 Record(s) Filed. If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more that firm, you must complete questions (b) through (f) separately for each auditing firm. (b) Name of the auditing firm: FRANK, RIMERMAN & CO. LLP (c) The location of the auditing firm's office responsible for the <i>private fund</i> 's audit (city, state and country): City: State: Country: PALO ALTO California United States (d) Is the auditing firm an <i>independent public accountant?</i>	one auditing fir n one auditing Yes	No C

(g) Are the private fund's audited financial statements for the most recently completed fiscal year distributed to the private fund's

 \circ

n) Do all of the reports prepared by the auditing firm	for the private fund since y	our last <i>annual updating amendment</i> contain und	ualified opinions?
If you check "Report Not Yet Received," you must pro	omptly file an amendment t	o your Form ADV to update your response when th	e report is available
e Broker			
a) Does the <i>private fund</i> use one or more prime broke	ers?		Yes N
If the answer to question 24.(a) is "yes," respond		(e) below for each prime broker the <i>private fund</i> (~ ~
fund uses more than one prime broker, you must o	complete questions (b) thr	ough (e) separately for each prime broker.	
Additional Prime Broker Information : 1 Record	l(s) Filed.		
If the answer to question 24.(a) is "yes," respon		·	
(b) Name of the prime broker: MERRILL LYNCH, PIERCE, FENNER & SMITH II	NCORPORATED		
(c) If the prime broker is registered with the SE 8 - 7221	C, its registration number:		
CRD Number (if any): 7691			
(d) Location of prime broker's office used princip	pally by the <i>private fund</i> (ci	ty, state and country):	
City: SAN FRANCISCO	State: California	Country: United States	
SAINTRAINCISCO	Camornia	officed States	Yes No
(e) Does this prime broker act as custodian for s	some or all of the <i>private fo</i>	und's assets?	• o
If the answer to question 25.(a) is "yes," respond uses more than one custodian, you must complete	to questions (b) through (g) below for each custodian the <i>private fund</i> use	⊙ Cs. If the <i>private fun</i>
Additional Custodian Information : 3 Record(s)		r separately for each custodian.	
If the answer to question 25.(a) is "yes," responfund uses more than one custodian, you must co		•	es. If the <i>private</i>
(b) Legal name of custodian: FIRST REPUBLIC BANK			
(c) Primary business name of custodian: FIRST REPUBLIC BANK			
(d) The location of the custodian's office respons	sible for <i>custody</i> of the <i>pri</i>	. 3	
City: SAN FRANCISCO	State: California	Country: United States	
(e) Is the custodian a <i>related person</i> of your firm	n?		Yes No
(f) If the custodian is a broker-dealer, provide it	ts SEC registration number	(If any):	
CRD Number (if any):			
(g) If the custodian is not a broker-dealer, or is identifier (if any)	a broker-dealer but does	not have an SEC registration number, provide its	s legal entity

investors?

10 11				
			ough g) below for each custodian the <i>private f</i> through (g) separately for each custodian.	fund uses. If the
_	ame of custodian: _ LYNCH, PIERCE, FENNER	& SMITH INCORPORATED		
-	business name of custodi LYNCH, PIERCE, FENNER	ian: & SMITH INCORPORATED		
(d) The loca	ation of the custodian's off	fice responsible for <i>custody</i> of the	e private fund's assets (city, state and country)	:
City:	Meleco	State:	Country: United States	
SAN FRA	ANCISCO	California	United States	
(e) Is the cu	ustodian a <i>related person</i> (of your firm?		
(f) If the cu	ıstodian is a broker-dealer	r, provide its SEC registration nun	mber (if any):	
8 - 7221				
CRD Nur 7691	mber (if any):			
(g) If the cu		ealer, or is a broker-dealer but do	oes not have an SEC registration number, prov	vide its <i>legal er</i>
fund uses m	ore than one custodian, y	•	ough g) below for each custodian the <i>private f</i> through (g) separately for each custodian.	<i>fund</i> uses. If th
fund uses medical (b) Legal na		•	,	<i>fund</i> uses. If th
fund uses medical fund uses medical fund uses medical fundaments for the fundaments fund	ore than one custodian, y	vou must complete questions (b)	,	<i>fund</i> uses. If th
fund uses medical (b) Legal na SILICON (c) Primary SILICON	ore than one custodian, yame of custodian: I VALLEY BANK business name of custodi I VALLEY BANK	you must complete questions (b)	,	
fund uses made (b) Legal nations SILICON (c) Primary SILICON (d) The local City:	ore than one custodian, yame of custodian: I VALLEY BANK business name of custodi I VALLEY BANK	ian: fice responsible for <i>custody</i> of the State:	through (g) separately for each custodian. e private fund's assets (city, state and country) Country:	
fund uses medical formula (b) Legal na SILICON (c) Primary SILICON (d) The local	ore than one custodian, yame of custodian: I VALLEY BANK business name of custodi I VALLEY BANK	you must complete questions (b) relations identifications identifications fice responsible for custody of the	through (g) separately for each custodian. e private fund's assets (city, state and country)	
fund uses made in the street of the street o	ore than one custodian, yame of custodian: I VALLEY BANK business name of custodi I VALLEY BANK	ian: fice responsible for <i>custody</i> of the State: California	through (g) separately for each custodian. e private fund's assets (city, state and country) Country:	
fund uses made in the fund uses made in the fund is sillicon. (c) Primary SILICON (d) The local City: MENLO F (e) Is the cut	ore than one custodian, you make of custodian: I VALLEY BANK business name of custodian VALLEY BANK ation of the custodian's off PARK ustodian a related person of	ian: fice responsible for <i>custody</i> of the State: California	through (g) separately for each custodian. e private fund's assets (city, state and country) Country: United States	
fund uses medical forms (b) Legal nates SILICON (c) Primary SILICON (d) The local City: MENLO Forms (e) Is the cut of the	ore than one custodian, you make of custodian: I VALLEY BANK business name of custodian VALLEY BANK ation of the custodian's off PARK ustodian a related person of	vou must complete questions (b) vian: fice responsible for <i>custody</i> of the State: California of your firm?	through (g) separately for each custodian. e private fund's assets (city, state and country) Country: United States	
fund uses many silicons (c) Primary Silicons (d) The local City: MENLO F (e) Is the cut of the c	ore than one custodian, you make of custodian: I VALLEY BANK business name of custodian VALLEY BANK ation of the custodian's off PARK ustodian a related person of stodian is a broker-dealer mber (if any):	ian: fice responsible for <i>custody</i> of the State: California of your firm? r, provide its SEC registration num	through (g) separately for each custodian. e private fund's assets (city, state and country) Country: United States mber (if any):	
fund uses many sillicons (c) Primary SILICON (d) The local City: MENLO F (e) Is the cut of the c	ore than one custodian, you make of custodian: I VALLEY BANK business name of custodian VALLEY BANK I VALLEY BANK ution of the custodian's off PARK ustodian a related person of ustodian is a broker-dealer mber (if any): ustodian is not a broker-der (if any)	ian: fice responsible for <i>custody</i> of the State: California of your firm? r, provide its SEC registration num	through (g) separately for each custodian. e private fund's assets (city, state and country) Country: United States	
(b) Legal na SILICON (c) Primary SILICON (d) The local City: MENLO F (e) Is the cut of the cut o	ore than one custodian, you make of custodian: I VALLEY BANK business name of custodian VALLEY BANK Intion of the custodian's off PARK sustodian a related person of sustodian is a broker-dealer mber (if any):	ian: fice responsible for <i>custody</i> of the State: California of your firm? r, provide its SEC registration num	through (g) separately for each custodian. e private fund's assets (city, state and country) Country: United States mber (if any):	
fund uses many sillicons (c) Primary SILICON (d) The local City: MENLO F (e) Is the cut of the c	ore than one custodian, you make of custodian: I VALLEY BANK business name of custodian VALLEY BANK I VALLEY BANK ution of the custodian's off PARK ustodian a related person of ustodian is a broker-dealer mber (if any): ustodian is not a broker-der (if any)	ian: fice responsible for <i>custody</i> of the State: California of your firm? r, provide its SEC registration num	through (g) separately for each custodian. e private fund's assets (city, state and country) Country: United States mber (if any):	
(b) Legal na SILICON (c) Primary SILICON (d) The loca City: MENLO F (e) Is the cut CRD Nur (g) If the cut identifier OK2D5A	ore than one custodian, you make of custodian: I VALLEY BANK business name of custodian VALLEY BANK I VALLEY BANK ution of the custodian's off PARK ustodian a related person of ustodian is a broker-dealer mber (if any): ustodian is not a broker-der (if any)	ian: fice responsible for <i>custody</i> of the State: California of your firm? r, provide its SEC registration numerates a broker-dealer but do	through (g) separately for each custodian. e private fund's assets (city, state and country) Country: United States mber (if any):	

No Information Filed

27		ring your last fiscal year, what percentage of the <i>private fund's</i> assets (by value) was valued by a <i>person</i> , such as an administrator, that i ur <i>related person</i> ?	s not	
	Inc rele	clude only those assets where (i) such <i>person</i> carried out the valuation procedure established for that asset, if any, including obtaining ar evant quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or distributions, and fee calculations (includ ocations) was the valuation determined by such <i>person</i> .	-	
Ma	rkete	<u>ers</u>		
28	. (a)	Does the <i>private fund</i> use the services of someone other than you or your <i>employees</i> for marketing purposes?	Yes	No ©
		You must answer "yes" whether the <i>person</i> acts as a placement agent, consultant, finder, introducer, municipal advisor or other solicitor similar <i>person</i> . If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the <i>private</i> uses. If the <i>private fund</i> uses more than one marketer you must complete questions (b) through (g) separately for each marketer.		
		No Information Filed		
A 5	D1) /A	TE FUND		
A. F	'RIVA	ATE FUND		
Info	<u>orma</u>	<u>ition About the <i>Private Fund</i></u>		
1.	(a)	Name of the private fund:		
	(h)	SAPPHIRE VENTURES FUND I, LP Private fund identification number:		
	(6)	(include the "805-" prefix also)		
		805-7410897104		
2	ء ما ا	der the laws of what state or country is the <i>private fund</i> organized:		
2.	UTIC	State: Country:		
		Delaware United States		
3.	(a)	Name(s) of General Partner, Manager, Trustee, or Directors (or persons serving in a similar capacity):		
		APPHIRE VENTURES (GPE) I, L.L.C.		
	(b)	If filing an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.		
		No Information Filed		
4.	The	e private fund (check all that apply; you must check at least one):		
	マ	(1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940 (2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940		
	M	(2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) or the investment company Act of 1940		
5.	List	t the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.		
		No Information Filed	Yes	No
6.	(a)	Is this a "master fund" in a master-feeder arrangement?		•
	(b)	If yes, what is the name and private fund identification number (if any) of the feeder funds investing in this private fund?		
		No Information Filed		
			Yes	No
		Is this a "feeder fund" in a master-feeder arrangement?	0	\odot
	(d)	If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests? Name of <i>private fund</i> :		
		Private fund identification number:		
		(include the "805-" prefix also)		

7.	If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for the feeder funds answer the following questions:	r eacl	n of
	No Information Filed		
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.		
		Yes	No
8.	(a) Is this <i>private fund</i> a "fund of funds"? NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.		•
	(b) If yes, does the private fund invest in funds managed by you or by a related person?	0	0
		Vas	. No
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?		•
10.	What type of fund is the <i>private fund</i> ?		
	O hedge fund O liquidity fund O private equity fund O real estate fund O securitized asset fund O venture capital fund O Other priva	te fur	าd:
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		
11.	Current gross asset value of the <i>private fund</i> : \$ 52,638,788		
<u>Ow</u>	vnership		
12.	Minimum investment commitment required of an investor in the <i>private fund</i> : \$ 352,968,000		
	NOTE: Report the amount routinely required of investors who are not your related persons (even if different from the amount set forth in the organizational documents of the fund).	<u>}</u>	
13.	Approximate number of the <i>private fund's</i> beneficial owners: 2		
14.	What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> : 1%		
15.	(a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds: 0%		
	(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	Yes ©	No O
16.	What is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> : 99%		
<u> Υοι</u>	ur Advisory Services		
17.	(a) Are you a subadviser to this <i>private fund</i> ?	Yes	No ©
	(b) If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the <i>private fund</i> . If the answer question 17.(a) is "no," leave this question blank.		2
	No Information Filed		
10	(a) Do any investment advisors (ather the investment advisors II to II Co. II 7.7. (4) A.C. (1) II II C. II C.		No
18.	(a) Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) advise the private fund?	0	•

	to question 18.(a) is "no," leave this question blank. No Information Filed						
	No information rifed	Vos	. No				
19.	Are your <i>clients</i> solicited to invest in the <i>private fund</i> ?		• 140				
	NOTE: For purposes of this question, do not consider feeder funds of the private fund.						
	Approximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ? 0%						
<u>Priv</u>	ate Offering						
21.	Has the <i>private fund</i> ever relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1933?	Yes ©	S No				
22.	If yes, provide the <i>private fund's</i> Form D file number (if any):						
	Form D file number						
	021-153982						
B. SE	RVICE PROVIDERS						
<u>Aud</u>	<u>itors</u>	Ye:	s No				
23.	(a) (1) Are the <i>private fund's</i> financial statements subject to an annual audit?	·	_				
	(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?	•	_				
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one audityou must complete questions (b) through (f) separately for each auditing firm.	ting firm	١,				
	Additional Auditor Information : 1 Record(s) Filed.						
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one at firm, you must complete questions (b) through (f) separately for each auditing firm. (b) Name of the auditing firm: KPMG, LLP	uditing					
	(c) The location of the auditing firm's office responsible for the <i>private fund's</i> audit (city, state and country):						
	City: State: Country:						
	GRAND CAYMAN Cayman Islands	Yes	Nia				
	(d) Is the auditing firm an independent public accountant?	_	0				
		•					
	(e) Is the auditing firm registered with the Public Company Accounting Oversight Board?	•	0				
	If yes, Public Company Accounting Oversight Board-Assigned Number: 185						
	(f) If "yes" to (e) above, is the auditing firm subject to regular inspection by the Public Company Accounting Oversight Board in accordance with its rules?	•	0				
	(g) Are the <i>private fund's</i> audited financial statements for the most recently completed fiscal year distributed to the <i>private fund's</i> investors?		s No				
	(h) Do all of the reports prepared by the auditing firm for the private fund since your last annual updating amendment contain unqualified	opinion	s?				
	If you check "Report Not Yet Received," you must promptly file an amendment to your Form ADV to update your response when the report	t is availa	able.				
<u>Prin</u>	ne Broker						
21	(a) Does the <i>private fund</i> use one or more prime brokers?		s No				
∠ → .	(a) 5000 the private rand 400 one of their printe brokers:	(•)	0				

If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the private fund uses. If the private

und u	uses more than one prime broker, you must compl	ete questions (b) through ((e) separately for each prime broker.		
Addi	itional Prime Broker Information : 6 Record(s) F	iled.			
	he answer to question 24.(a) is "yes," respond to vate fund uses more than one prime broker, you mi	-	below for each prime broker the <i>private fund</i> uses. If through (e) separately for each prime broker.	the	
(b)	Name of the prime broker: GOLDMAN SACHS & CO. LLC				
(c)	If the prime broker is registered with the SEC, its 8 - 129	registration number:			
	CRD Number (if any): 361				
(d)	Location of prime broker's office used principally b	by the <i>private fund</i> (city, sta	te and country):		
	City: State:		Country:		
	NEW YORK New York		United States		
				Yes	No
(e)	Does this prime broker act as custodian for some	or all of the private fund's a	assets?	•	0
	he answer to question 24.(a) is "yes," respond to vate fund uses more than one prime broker, you mu	•	below for each prime broker the <i>private fund</i> uses. If through (e) separately for each prime broker.	the	
(b)	Name of the prime broker: J.P. MORGAN SECURITIES LLC				
(c)	If the prime broker is registered with the SEC, its 8 - 35008	registration number:			
	CRD Number (if any): 79				
(d)	Location of prime broker's office used principally be	by the <i>private fund</i> (city, sta	te and country):		
	City: State:		Country:		
	NEW YORK New York		United States	V	NI -
(e)	Does this prime broker act as custodian for some	or all of the <i>private fund's</i> a		Yes	No
	·	·			
	he answer to question 24.(a) is "yes," respond to vate fund uses more than one prime broker, you mi	•	below for each prime broker the <i>private fund</i> uses. If through (e) separately for each prime broker.	the	
(b)	Name of the prime broker: JMP SECURITIES LLC				
(c)	If the prime broker is registered with the SEC, its 8 - 39613	registration number:			
	CRD Number (if any): 22208				
(d)	Location of prime broker's office used principally b	by the <i>private fund</i> (city, sta	te and country):		
	City:	State:	Country:		
	SAN FRANCISCO	California	United States	v	.
(=)	Door this prime broken set as suct. "	or all of the materials "		Yes	
(e)	Does this prime broker act as custodian for some	or all or the <i>private fund's</i> a	assets?	•	0

If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the *private fund* uses. If the *private fund* uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker.

	·	with the SEC, its registration number:		
	8 - 7221			
	CRD Number (if any): 7691			
	, , , ,			
(d)	Location of prime broker's office	used principally by the private fund (cit	y, state and country):	
	City:	State:	Country:	
	SAN FRANCISCO	California	United States	Yes
(e)	Does this prime broker act as cu	stodian for some or all of the <i>private fu</i>	ınd's assets?	·
	•	•	(e) below for each prime broker the <i>priva</i> s (b) through (e) separately for each prim	
(b)	Name of the prime broker: MORGAN STANLEY			
(c)	If the prime broker is registered 8 - 68191	with the SEC, its registration number:		
	CRD Number (if any): 149777			
(d)	·	used principally by the private fund (cit	3 .	
	City: MENLO PARK	State: California	Country: United States	
				Yes
(e)	Does this prime broker act as cu	stodian for some or all of the private for	und's assets?	•
	•	, , , , , , , , , , , , , , , , , , , ,	(e) below for each prime broker the <i>priva</i> s (b) through (e) separately for each prim	
(b)	Name of the prime broker: RAYMOND JAMES & ASSOCIATES,	INC.		
(2)	If the prime broker is registered	with the SEC, its registration number:		
	8 - 10999			
	8 - 10999 CRD Number (if any): 705			
(c)	CRD Number (if any): 705	used principally by the <i>private fund</i> (cit State:	y, state and country): Country:	
(c)	CRD Number (if any): 705 Location of prime broker's office		•	
(c)	CRD Number (if any): 705 Location of prime broker's office City: ST. PETERSBURG	State:	Country: United States	Yes ⊙

Cus

If the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the private fund uses. If the private fund uses more than one custodian, you must complete questions (b) through (g) separately for each custodian.

Additional Custodian Information: 7 Record(s) Filed.

"yes," respond to questions (b) through g) below for each custodian the private fund uses. If the private

fund	d uses more than one	custodian, you must co	mplete questions (b) t	through (g) separately for each custoc	lian.
(b)	Legal name of custoo GOLDMAN SACHS & C				
(c)	Primary business nar GOLDMAN SACHS & C				
(d)	The location of the cu	ustodian's office respons	sible for <i>custody</i> of the	private fund's assets (city, state and c	country):
	City:	State:		Country:	
	NEW	New York		United States	
(e)	Is the custodian a re	lated person of your firm	?		Yes No
	If the custodian is a b 8 - 129	oroker-dealer, provide it	s SEC registration num	nber (if any):	
	CRD Number (if any): 361				
(g)	If the custodian is no identifier (if any)	ot a broker-dealer, or is	a broker-dealer but do	pes not have an SEC registration numb	per, provide its <i>legal entity</i>
	· · · · · · · · · · · · · · · · · · ·		•	ough g) below for each custodian the a	•
	Legal name of custod J.P. MORGAN SECURI				
	Primary business nar J.P. MORGAN SECURI				
(d)	The location of the cu	ustodian's office respons	sible for <i>custody</i> of the	private fund's assets (city, state and c	country):
	City:	State	e:	Country:	
	NEW YORK	New	York	United States	
(e)	Is the custodian a re	lated person of your firm	?		Yes No
	If the custodian is a be 8 - 35008	oroker-dealer, provide it	s SEC registration num	nber (if any):	
	CRD Number (if any): 79				
(g)	If the custodian is no identifier (if any)	ot a broker-dealer, or is	a broker-dealer but do	pes not have an SEC registration numb	per, provide its <i>legal entity</i>
	•			ough g) below for each custodian the justodian the justocustic control (g) separately for each custoc	•
		•	impiete questions (b) i	iniough (g) separately for each custoc	iiaii.
(b)	Legal name of custoo JMP SECURITIES LLC	dian:			
(c)	Primary business nar JMP SECURITIES LLC	ne of custodian:			
(d)	The location of the cu	ustodian's office respons	sible for <i>custody</i> of the	private fund's assets (city, state and c	country):
	City:		State:	Country:	
	SAN FRANCISCO		California	United States	·
		lated person of your firm			Yes No

	8 - 39613				
	CRD Number (if any): 22208				
(g)	If the custodian is not a broker-dealer, or is a bro identifier (if any)	oker-dealer but does not have	e an SEC registration number, provide its <i>legal en</i>	tity	
	ne answer to question 25.(a) is "yes," respond to o		·	e priva	ate
(b)	Legal name of custodian: MERRILL LYNCH, PIERCE, FENNER & SMITH INCOR	PORATED			
(c)	Primary business name of custodian: MERRILL LYNCH, PIERCE, FENNER & SMITH INCOR	PORATED			
(d)	The location of the custodian's office responsible f	for custody of the private fund	d's assets (city, state and country):		
	City: SAN FRANCISCO	State: California	Country: United States		
	5/11/11/11/01/500	dinorma	officed offices	Yes	No
(e)	Is the custodian a related person of your firm?			\circ	•
(f)	If the custodian is a broker-dealer, provide its SEC 8 - 7221	C registration number (if any):		
	CRD Number (if any): 7691				
(g)	If the custodian is not a broker-dealer, or is a bro identifier (if any)	oker-dealer but does not have	e an SEC registration number, provide its <i>legal en</i>	tity	
	ne answer to question 25.(a) is "yes," respond to odd uses more than one custodian, you must comple		•	e priva	ate
(b)	Legal name of custodian: MORGAN STANLEY SMITH BARNEY LLC				
(c)	Primary business name of custodian: MORGAN STANLEY				
(d)	The location of the custodian's office responsible f	for custody of the private fund	d's assets (city, state and country):		
	City: State MENLO PARK Califo		Country: United States		
	THE TYPING	orrina	omtod otatos	Yes	No
(e)	Is the custodian a <i>related person</i> of your firm?			0	\odot
(f)	If the custodian is a broker-dealer, provide its SEC 8 - 68191	C registration number (if any):		
	CRD Number (if any): 149777				
(g)	If the custodian is not a broker-dealer, or is a bro identifier (if any)	oker-dealer but does not have	e an SEC registration number, provide its legal en	tity	

(f) If the custodian is a broker-dealer, provide its SEC registration number (if any):

If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the *private fund* uses. If the *private fund* uses more than one custodian, you must complete questions (b) through (g) separately for each custodian.

Primary business name of custoo	dian:			
RAYMOND JAMES & ASSOCIATES,	INC.			
The location of the custodian's o	ffice responsible for <i>cu</i>	ustody of the priva	te fund's assets (city, state and country):	
City:		State:	Country:	
31. FETENSBONG		rioriua	Officed States	Yes N
Is the custodian a related person	of your firm?			0 @
If the custodian is a broker-deale 8 - 10999	er, provide its SEC regi	stration number (if any):	
CRD Number (if any): 705				
If the custodian is not a broker-of identifier (if any)	dealer, or is a broker-c	dealer but does no	ot have an SEC registration number, provide it	s legal entity
				ses. If the <i>private</i>
Legal name of custodian: SILICON VALLEY BANK				
Primary business name of custod SILICON VALLEY BANK	lian:			
The location of the custodian's o	ffice responsible for <i>cu</i>	ustody of the priva	te fund's assets (city, state and country):	
City: MENI O PARK	State: California		Country: United States	
				Yes No
Is the custodian a related person	of your firm?			0 0
If the custodian is a broker-deale	er, provide its SEC regi	stration number (if any):	
CRD Number (if any):				
If the custodian is not a broker-of identifier (if any)	dealer, or is a broker-c	lealer but does no	ot have an SEC registration number, provide it	s legal entity
0K2D5AK28E3O5CC06E35				
				Yes
the <i>private fund</i> use an administra	ator other than your fi	rm?		0
		_	below. If the <i>private fund</i> uses more than one	~
	RAYMOND JAMES & ASSOCIATES, The location of the custodian's of City: ST. PETERSBURG Is the custodian a related person If the custodian is a broker-dealer and a second and a related person If the custodian is not a broker-dealer and a second and a seco	City: ST. PETERSBURG Is the custodian a related person of your firm? If the custodian is a broker-dealer, provide its SEC regists - 10999 CRD Number (if any): 705 If the custodian is not a broker-dealer, or is a broker-dealer (if any) The answer to question 25.(a) is "yes," respond to quest of uses more than one custodian, you must complete question values and the custodian: SILICON VALLEY BANK Primary business name of custodian: SILICON VALLEY BANK The location of the custodian's office responsible for custodian is the custodian a related person of your firm? If the custodian is a broker-dealer, provide its SEC register. CRD Number (if any): If the custodian is not a broker-dealer, or is a broker-dealer (if any) OK2D5AK28E3O5CCO6E35 The private fund use an administrator other than your firm answer to question 26.(a) is "yes," respond to question answer to question 26.(a) is "yes," respond to question answer to question 26.(a) is "yes," respond to question answer to question 26.(a) is "yes," respond to question answer to question 26.(a) is "yes," respond to question answer to question 26.(a) is "yes," respond to question answer to question 26.(a) is "yes," respond to question answer to question 26.(a) is "yes," respond to question answer to question 26.(a) is "yes," respond to question question 26.(a) is "yes," respond to question answer to question 26.(a) is "yes," respond to question answer to question 26.(a) is "yes," respond to question answer to question 26.(a) is "yes," respond to question and the private fund use an administrator other than your firm answer to question 26.(a) is "yes," respond to question and the private fund use an administrator other than your firm answer to question 26.(a) is "yes," respond to question and the private fund use an administrator other than your firm answer to question 26.(a) is "yes," respond to question and the private fund use an administrator other than your firm answer to question and the private fund use an administrator other than your firm and the pri	RAYMOND JAMES & ASSOCIATES, INC. The location of the custodian's office responsible for custody of the private is state: ST. PETERSBURG Is the custodian a related person of your firm? If the custodian is a broker-dealer, provide its SEC registration number (8 - 10999 CRD Number (if any): 705 If the custodian is not a broker-dealer, or is a broker-dealer but does not identifier (if any) To answer to question 25. (a) is "yes," respond to questions (b) through of uses more than one custodian, you must complete questions (b) through of uses more than one custodian: SILICON VALLEY BANK Primary business name of custodian: SILICON VALLEY BANK The location of the custodian's office responsible for custody of the private is the custodian is a broker-dealer, provide its SEC registration number (1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1	The location of the custodian's office responsible for custody of the private fund's assets (city, state and country): City State: Country. ST. PETERSBURG Florida United States Is the custodian a related person of your firm? If the custodian is a broker-dealer, provide its SEC registration number (if any): 8 - 10999 CRD Number (if any): 705 If the custodian is not a broker-dealer, provide its SEC registration number (if any): 8 - 10999 If the custodian is not a broker-dealer, or is a broker-dealer but does not have an SEC registration number, provide it identifier (if any) If the custodian is not a broker-dealer, or is a broker-dealer but does not have an SEC registration number, provide it identifier (if any) Legal name of question 25 (a) is "yes," respond to questions (b) through (g) separately for each custodian. Logal name of custodian: SILICON VALLEY BANK Primary business name of custodian: SILICON VALLEY BANK The location of the custodian's office responsible for custody of the private fund's assets (city, state and country): City State: Country: MENLO PARK California United States Is the custodian is a broker-dealer, provide its SEC registration number (if any): - CRD Number (if any): If the custodian is not a broker-dealer, or is a broker-dealer but does not have an SEC registration number, provide it its dentifice (if any) OK2D5AK28E3OSCC06E35

Include only those assets where (i) such person carried out the valuation procedure established for that asset, if any, including obtaining any relevant quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or distributions, and fee calculations (including allocations) was the valuation determined by such person.

Ma	rkete	<u>ers</u>		
28	(a)	Does the <i>private fund</i> use the services of someone other than you or your <i>employees</i> for marketing purposes?	Yes	
20.	(a)	You must answer "yes" whether the <i>person</i> acts as a placement agent, consultant, finder, introducer, municipal advisor or other solicitor	Or	•
		similar <i>person</i> . If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the <i>private</i>		
		uses. If the <i>private fund</i> uses more than one marketer you must complete questions (b) through (g) separately for each marketer.		
		No Information Filed		
A. Pl	RIVA	TE FUND		
<u>I nfo</u>	rma	tion About the <i>Private Fund</i>		
1	(0)	Name of the private fund.		
1.	(a)	Name of the <i>private fund</i> : SAPPHIRE VENTURES FUND II, L.P.		
	(h)	Private fund identification number:		
	(0)	(include the "805-" prefix also)		
		805-6399666760		
2.	Und	der the laws of what state or country is the <i>private fund</i> organized:		
		State: Country: Delaware United States		
		Delaware Officed States		
3.	(a)	Name(s) of General Partner, Manager, Trustee, or Directors (or persons serving in a similar capacity):		
	Na	me of General Partner, Manager, Trustee, or Director		
	SA	PPHIRE VENTURES (GPE) II, L.L.C.		
	(b)	If filing an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.		
		No Information Filed		
4.		private fund (check all that apply; you must check at least one):		
		(1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940		
	~	(2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940		
5.	List	the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.		
		No Information Filed		
			Yes	No
6.	(a)	Is this a "master fund" in a master-feeder arrangement?	0	•
	(b)	If yes, what is the name and private fund identification number (if any) of the feeder funds investing in this private fund?		
		No Information Filed		
			Yes	No
	(c)	Is this a "feeder fund" in a master-feeder arrangement?	\circ	\odot
	(d)	If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests? Name of <i>private fund</i> :		
		Private fund identification number:		
		(include the "805-" prefix also)		
		TE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section the master feeder arrangement or reporting on the funds separately.	7.B.(´	1)
	ror	the master-feeder arrangement or reporting on the funds separately.		
7.		ou are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for feeder funds answer the following questions:	each	n of

No Information Filed

	asse	TE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all ets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it i tiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.		
			Yes	No
8.	(a)	Is this <i>private fund</i> a "fund of funds"?	\circ	\odot
		FE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment icles, regardless of whether they are also <i>private funds</i> or registered investment companies.		
	(b)	If yes, does the private fund invest in funds managed by you or by a related person?	\circ	0
			Yes	No
9.		ing your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment npany Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?	0	•
10.	Wha	at type of fund is the private fund?		
	0	hedge fund $^{f C}$ liquidity fund $^{f C}$ private equity fund $^{f C}$ real estate fund $^{f C}$ securitized asset fund $^{f C}$ venture capital fund $^{f C}$ Other <i>privat</i>	e fun	d:
	NOT	ΓΕ: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		
11.		rent gross asset value of the <i>private fund</i> : 29,202,673		
<u>Ow</u>	<u>ners</u>	<u>hip</u>		
12.		imum investment commitment required of an investor in the <i>private fund</i> : 50,000,000		
		TE: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set forth in the anizational documents of the fund).		
13.	App 2	proximate number of the <i>private fund's</i> beneficial owners:		
14.	Wha	at is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> :		
15.	(a) 0%	What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds:		
			Yes	No
		If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	•	0
16.	Wha	at is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> :		
<u>You</u>	ur Ad	Ivisory Services		
17	(0)	Are you a subadviser to this <i>private fund</i> ?	Yes	
17.		If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the <i>private fund</i> . If the answer	o to	•
		question 17.(a) is "no," leave this question blank.		
		No Information Filed		
			Yes	No
18.		Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) advise the <i>private fund?</i>	\circ	\odot
	(b)	If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private fund</i> . If the atto question 18.(a) is "no," leave this question blank.	insw	er ——
		No Information Filed		
			Yes	No
19.	Are	your <i>clients</i> solicited to invest in the <i>private fund</i> ?	0	•

NOTE: For purposes of this question, do not consider feeder funds of the private fund.

20.	Approximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ? 0%		
<u>Priv</u>	vate Offering		
		Yes	s No
21.	Has the <i>private fund</i> ever relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1933?	0	•
22.	If yes, provide the <i>private fund's</i> Form D file number (if any):		
	No Information Filed		
B. SI	ERVICE PROVIDERS		
Aud	<u>litors</u>		
23	(a) (1) Are the <i>private fund's</i> financial statements subject to an annual audit?		s No
25.	(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?	⊙ ⊙	
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one aud you must complete questions (b) through (f) separately for each auditing firm.		
	Additional Auditor Information : 1 Record(s) Filed.		
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one a firm, you must complete questions (b) through (f) separately for each auditing firm.	uditing	
	(b) Name of the auditing firm: KPMG, LLP		
	(c) The location of the auditing firm's office responsible for the <i>private fund's</i> audit (city, state and country):		
	City: State: Country:		
	GRAND CAYMAN Cayman Islands	Yes	No
	(d) Is the auditing firm an independent public accountant?	•	0
	(e) Is the auditing firm registered with the Public Company Accounting Oversight Board?	•	0
	If yes, Public Company Accounting Oversight Board-Assigned Number: 185		
	(f) If "yes" to (e) above, is the auditing firm subject to regular inspection by the Public Company Accounting Oversight Board in accordance with its rules?	•	0
		Vo	s No
	(g) Are the <i>private fund's</i> audited financial statements for the most recently completed fiscal year distributed to the <i>private fund's</i> investors?	•	
	(h) Do all of the reports prepared by the auditing firm for the private fund since your last annual updating amendment contain unqualified	d opinior	าร?
	If you check "Report Not Yet Received," you must promptly file an amendment to your Form ADV to update your response when the repor	t is avail	lable.
<u>Prir</u>	me Broker		
24.	(a) Does the <i>private fund</i> use one or more prime brokers?	Ye:	s No
	If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the <i>private fund</i> uses. If fund uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker.	~	_
	Additional Prime Broker Information : 6 Record(s) Filed.		
	If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the <i>private fund</i> uses. <i>private fund</i> uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker.	If the	

(b) Name of the prime broker:

CRD Number (if any):				
361				
•	ker's office used principally by the			
City: NEW YORK	State: New York		Country: Jnited States	
(e) Does this prime broke	er act as custodian for some or all	of the <i>private fund's</i> as	ssets?	Yes M
<u> </u>		<u> </u>		
·		•	elow for each prime broker the <i>private fund</i> hrough (e) separately for each prime broke	
(b) Name of the prime bro J.P. MORGAN SECURIT				
(c) If the prime broker is 8 - 35008	registered with the SEC, its regis	tration number:		
CRD Number (if any): 79				
	ker's office used principally by the			
City: NEW YORK	State: New York		Country: Jnited States	
				Yes N
(e) Does this prime broke	er act as custodian for some or all	——————————————————————————————————————	ssets?	•
private fund uses more that (b) Name of the prime brown	an one prime broker, you must co	•	elow for each prime broker the <i>private fund</i> hrough (e) separately for each prime broke	
JMP SECURITIES LLC				
	registered with the SEC, its regis	tration number:		
	registered with the SEC, its regis	stration number:		
(c) If the prime broker is 8 - 39613 CRD Number (if any): 22208 (d) Location of prime brol	ker's office used principally by the	e <i>private fund</i> (city, state		
(c) If the prime broker is 8 - 39613 CRD Number (if any): 22208	ker's office used principally by the Sta		e and country): Country: United States	
 (c) If the prime broker is 8 - 39613 CRD Number (if any): 22208 (d) Location of prime brol City: SAN FRANCISCO 	ker's office used principally by the Sta Ca	e <i>private fund</i> (city, state ate: Ilifornia	Country: United States	Yes N
 (c) If the prime broker is 8 - 39613 CRD Number (if any): 22208 (d) Location of prime brol City: SAN FRANCISCO 	ker's office used principally by the Sta	e <i>private fund</i> (city, state ate: Ilifornia	Country: United States	Yes N ⊙ (
 (c) If the prime broker is 8 - 39613 CRD Number (if any): 22208 (d) Location of prime brol City: SAN FRANCISCO 	ker's office used principally by the Sta Ca	e <i>private fund</i> (city, state ate: Ilifornia	Country: United States	
 (c) If the prime broker is 8 - 39613 CRD Number (if any): 22208 (d) Location of prime broken city: SAN FRANCISCO (e) Does this prime broken broken city: Does this prime broken broken city: Does this prime broken broken city: Does this prime broken ci	ker's office used principally by the Sta Ca er act as custodian for some or all 24.(a) is "yes," respond to quest	e <i>private fund</i> (city, state ate: Ilifornia I of the <i>private fund's</i> as	Country: United States	⊙ (uses. If the
 (c) If the prime broker is 8 - 39613 CRD Number (if any): 22208 (d) Location of prime broken city: SAN FRANCISCO (e) Does this prime broken broken city: Does this prime broken broken city: SAN FRANCISCO (b) Name of the prime broken city: SAN FRANCISCO 	ker's office used principally by the Sta Ca er act as custodian for some or all 24.(a) is "yes," respond to quest an one prime broker, you must co	e <i>private fund</i> (city, state ate: alifornia I of the <i>private fund's</i> as tions (b) through (e) be omplete questions (b) th	Country: United States ssets? elow for each prime broker the <i>private fund</i>	⊙ (uses. If the
 (c) If the prime broker is 8 - 39613 CRD Number (if any): 22208 (d) Location of prime broken city: SAN FRANCISCO (e) Does this prime broken broken city: Does this prime broken broken city: SAN FRANCISCO (b) Name of the prime broken broken broken broken broken city (b) Name of the prime broken broken broken broken city (c) If the answer to question private fund uses more that the prime broken broken city (d) Location of prime broken city (e) Does this prime broken city (f) Name of the prime broken city (g) Name of the prime broken city 	ker's office used principally by the Sta Ca er act as custodian for some or all 24.(a) is "yes," respond to quest an one prime broker, you must co	e private fund (city, state ate: alifornia I of the private fund's as tions (b) through (e) be omplete questions (b) th	Country: United States ssets? elow for each prime broker the <i>private fund</i>	⊙ (uses. If the

GOLDMAN SACHS & CO. LLC

7691

City:	State:	Country:	
SAN FRANCISCO	California	United States	
			Yes No
(e) Does this prime broker act as cust	todian for some or all of the <i>private</i>	fund's assets?	⊙ ೧
•	•	gh (e) below for each prime broker the <i>pri</i> ons (b) through (e) separately for each pr	
(b) Name of the prime broker: MORGAN STANLEY			
(c) If the prime broker is registered w 8 - 68191	vith the SEC, its registration number	r:	
CRD Number (if any): 149777			
(d) Location of prime broker's office us	sed principally by the <i>private fund</i> (
City: MENLO PARK	State: California	Country: United States	
MENEO I / MAX	Gamorriia	Stitted States	Yes No
(e) Does this prime broker act as cust	todian for some or all of the private	fund's assets?	• •
(b) Name of the prime broker:			
UBS FINANCIAL SERVICES INC.	vith the SEC, its registration numbe	r:	
UBS FINANCIAL SERVICES INC. (c) If the prime broker is registered w	vith the SEC, its registration numbe	er:	
UBS FINANCIAL SERVICES INC. (c) If the prime broker is registered w 8 - 16267 CRD Number (if any): 8174			
UBS FINANCIAL SERVICES INC. (c) If the prime broker is registered w 8 - 16267 CRD Number (if any): 8174 (d) Location of prime broker's office use City:	sed principally by the <i>private fund</i> (State:	city, state and country): Country:	
UBS FINANCIAL SERVICES INC. (c) If the prime broker is registered w 8 - 16267 CRD Number (if any): 8174 (d) Location of prime broker's office us	sed principally by the <i>private fund</i> (city, state and country):	Yes No
UBS FINANCIAL SERVICES INC. (c) If the prime broker is registered w 8 - 16267 CRD Number (if any): 8174 (d) Location of prime broker's office use City: NEW YORK	sed principally by the <i>private fund</i> (State: New York	city, state and country): Country: United States	Yes No
UBS FINANCIAL SERVICES INC. (c) If the prime broker is registered w 8 - 16267 CRD Number (if any): 8174 (d) Location of prime broker's office use City:	sed principally by the <i>private fund</i> (State: New York	city, state and country): Country: United States	Yes No ⊙ C
UBS FINANCIAL SERVICES INC. (c) If the prime broker is registered was - 16267 CRD Number (if any): 8174 (d) Location of prime broker's office used its continuous city: NEW YORK (e) Does this prime broker act as cust	sed principally by the <i>private fund</i> (State: New York	city, state and country): Country: United States	⊙ ○
UBS FINANCIAL SERVICES INC. (c) If the prime broker is registered was - 16267 CRD Number (if any): 8174 (d) Location of prime broker's office used its: NEW YORK (e) Does this prime broker act as cust	sed principally by the <i>private fund</i> (State: New York todian for some or all of the <i>private</i>	city, state and country): Country: United States	⊙ C Yes No
UBS FINANCIAL SERVICES INC. (c) If the prime broker is registered was 16267 CRD Number (if any): 8174 (d) Location of prime broker's office used its continuous city: NEW YORK (e) Does this prime broker act as customatically continuous cont	sed principally by the <i>private fund</i> (State: New York todian for some or all of the <i>private</i> s (including the prime brokers liste " respond to questions (b) through	city, state and country): Country: United States fund's assets? d above) to hold some or all of its assets?	⊙ C Yes No ⊙ C
UBS FINANCIAL SERVICES INC. (c) If the prime broker is registered was 16267 CRD Number (if any): 8174 (d) Location of prime broker's office used in the control of the private fund use any custodians are the answer to question 25. (a) is "yes, sees more than one custodian, you must be seen as the private fund use any custodian, you must be seen as the private fund use any custodians are the answer to question 25. (a) is "yes, sees more than one custodian, you must be seen as the private fund use any custodian, you must be seen as the private fund use any custodian, you must be seen as the private fund use any custodian, you must be seen as the private fund use any custodian.	sed principally by the <i>private fund</i> (State: New York todian for some or all of the <i>private</i> s (including the prime brokers liste " respond to questions (b) through t complete questions (b) through	city, state and country): Country: United States fund's assets? d above) to hold some or all of its assets?	⊙ C Yes No ⊙ C
UBS FINANCIAL SERVICES INC. (c) If the prime broker is registered was - 16267 CRD Number (if any): 8174 (d) Location of prime broker's office used City: NEW YORK (e) Does this prime broker act as customer act as more than one customer act as more than one customer act as act as act and act and act and act and act act as act and act	sed principally by the <i>private fund</i> (State: New York todian for some or all of the <i>private</i> s (including the prime brokers liste " respond to questions (b) through t complete questions (b) through Record(s) Filed.	city, state and country): Country: United States fund's assets? d above) to hold some or all of its assets? (g) below for each custodian the private of the private of the custodian.	Yes No.
UBS FINANCIAL SERVICES INC. (c) If the prime broker is registered was - 16267 CRD Number (if any): 8174 (d) Location of prime broker's office used City: NEW YORK (e) Does this prime broker act as customer act as more than one customer act as more than one customer act as act as act and act and act and act and act act as act and act	sed principally by the <i>private fund</i> (State: New York todian for some or all of the <i>private</i> s (including the prime brokers liste " respond to questions (b) through t complete questions (b) through Record(s) Filed.	city, state and country): Country: United States fund's assets? d above) to hold some or all of its assets? (g) below for each custodian the private of the private of the custodian.	Yes No.
UBS FINANCIAL SERVICES INC. (c) If the prime broker is registered was - 16267 CRD Number (if any): 8174 (d) Location of prime broker's office used its city: NEW YORK (e) Does this prime broker act as cust ones the private fund use any custodians the answer to question 25.(a) is "yes, sees more than one custodian, you must additional Custodian Information: 7 For the private fund use any custodian information: 7 For the private fund use any custodians and fundamental f	sed principally by the <i>private fund</i> (State: New York todian for some or all of the <i>private</i> s (including the prime brokers liste " respond to questions (b) through t complete questions (b) through Record(s) Filed.	city, state and country): Country: United States fund's assets? d above) to hold some or all of its assets? (g) below for each custodian the private of the private of the custodian.	Yes No.

GOLDMAN SACHS & CO. LLC

		•	the private fund's assets (city, state and country):	
	City: NEW YORK	State: New York	Country: United States	
				Yes No
e) I	s the custodian a <i>relate</i>	d person of your firm?		0 0
(f) I	f the custodian is a brok	ker-dealer, provide its SEC registration	number (if any):	
	3 - 129			
	CRD Number (if any): 361			
-	f the custodian is not a dentifier (if any)	broker-dealer, or is a broker-dealer bu	ut does not have an SEC registration number, provide its	s legal entity
	·		through g) below for each custodian the <i>private fund</i> us (b) through (g) separately for each custodian.	ses. If the <i>private</i>
	egal name of custodian			
	Primary business name of .P. MORGAN CLEARING			
(d) T	he location of the custo	odian's office responsible for <i>custody</i> of	the private fund's assets (city, state and country):	
	City:	State: New York	Country: United States	
	BROOKLYN	New YOLK	United States	Yes No
e) I	s the custodian a <i>relate</i>	d person of your firm?		0 0
	f the custodian is a brok 3 - 43724	ker-dealer, provide its SEC registration	number (if any):	
(CRD Number (if any): 28432			
_	f the custodian is not a dentifier (if any)	broker-dealer, or is a broker-dealer bu	ut does not have an SEC registration number, provide its	s legal entity
			through g) below for each custodian the <i>private fund</i> us (b) through (g) separately for each custodian.	ses. If the <i>private</i>
	egal name of custodian.P. MORGAN SECURITIE			
	Primary business name of .P. MORGAN SECURITIES			
			the <i>private fund's</i> assets (city, state and country):	
	City: NEW YORK	State: New York	Country: United States	
(e) I	s the custodian a <i>relate</i>	d person of your firm?		Yes No ○ ⊙
(f) I	f the custodian is a brok	ker-dealer, provide its SEC registration	number (if any):	
	3 - 35008			
	CRD Number (if any): 79			
(a) '	f the quetodies is set -	broker dealer or is a broker dealer by	It does not have an SEC registration purchase are state to	s logal antity
	r the custodian is not a dentifier (if any)	broker-dealer, or is a proker-dealer bu	ut does not have an SEC registration number, provide its	s iegai ennity

	ne answer to question 25.(a) is "yes," respond to q d uses more than one custodian, you must complet			uses. If the <i>private</i>
(b)	Legal name of custodian: JMP SECURITIES LLC			
(c)	Primary business name of custodian: JMP SECURITIES LLC			
(d)	The location of the custodian's office responsible for	or <i>custody</i> of the <i>private</i>	fund's assets (city, state and country):	
	City: SAN FRANCISCO	State: California	Country: United States	
(e)	Is the custodian a <i>related person</i> of your firm?			Yes No ○ •
(f)	• 1	registration number (if	any):	
	8 - 39613 CRD Number (if any): 22208			
(g)	If the custodian is not a broker-dealer, or is a brok identifier (if any)	ker-dealer but does not l	nave an SEC registration number, provide i	ts <i>legal entity</i>
	ne answer to question 25.(a) is "yes," respond to q d uses more than one custodian, you must complet		•	uses. If the <i>private</i>
(b)	Legal name of custodian: MERRILL LYNCH, PIERCE, FENNER & SMITH INCORP	PORATED		
(c)	Primary business name of custodian: MERRILL LYNCH, PIERCE, FENNER & SMITH INCORP	PORATED		
(d)	The location of the custodian's office responsible for	or custody of the private	fund's assets (city, state and country):	
	City: SAN FRANCISCO	State: California	Country: United States	
(e)	Is the custodian a <i>related person</i> of your firm?			Yes No ○ •
(f)	If the custodian is a broker-dealer, provide its SEC 8 - 7221	registration number (if	any):	
	CRD Number (if any): 7691			
(g)	If the custodian is not a broker-dealer, or is a brok identifier (if any)	ker-dealer but does not l	nave an SEC registration number, provide i	ts <i>legal entity</i>
	ne answer to question 25.(a) is "yes," respond to q d uses more than one custodian, you must complet		•	uses. If the <i>private</i>
(b)	Legal name of custodian: SILICON VALLEY BANK			
(c)	Primary business name of custodian: SILICON VALLEY BANK			
(d)	The location of the custodian's office responsible for	or <i>custody</i> of the <i>private</i>	fund's assets (city, state and country):	

State:

Country:

City:

			MENLO PARK		California		United States		
		(e)	Is the custodian	a <i>related person</i> of yo	our firm?			Yes	No O
				, ,					
		(f)	If the custodian is	s a broker-dealer, pro	ovide its SEC registra	tion number (if any):	:		
			CRD Number (if a	ny):					
		(g)	If the custodian i identifier (if any)	s not a broker-dealer	r, or is a broker-deale	er but does not have	an SEC registration number, pro	ovide its <i>legal entity</i>	
			0K2D5AK28E05C	CC06E35					
			· ·		·		w for each custodian the <i>private</i> separately for each custodian.	fund uses. If the <i>prive</i>	ate
		(b)	Legal name of cu						
		(c)	Primary business UBS FINANCIAL S	name of custodian: SERVICES INC.					
		(d)	The location of the	ne custodian's office r	esponsible for <i>custoa</i>	ly of the <i>private fund</i>	's assets (city, state and country)):	
			City: WEEHAKEN		State: New Jersey		Country: United States		
					-			Yes	No
		(e)	Is the custodian	a related person of yo	our firm?			0	•
		(f)	If the custodian is	s a broker-dealer, pro	ovide its SEC registra	tion number (if any):	:		
			8 - 16267 CRD Number (if a	nv):					
			8174	<i>3</i> /					
		(g)	If the custodian i identifier (if any)	s not a broker-dealer	r, or is a broker-deale	r but does not have	an SEC registration number, pro	ovide its <i>legal entity</i>	
<u>Ad</u>	minis	strato	<u>r</u>						
0.4	<i>(</i>)	5						Y	es No
26.	. (a)			se an administrator o on 26.(a) is "yes," res	•) through (f) below.	. If the <i>private fund</i> uses more that		O ⊙ , you
				ns (b) through (f) sep					, ,
					No	Information Filed			
27.		ır <i>relat</i>	our last fiscal year, ted person?	, what percentage of	the <i>private fund's</i> ass	ets (by value) was v	valued by a <i>person</i> , such as an ac	dministrator, that is r	not
	Inc rele	lude o evant o	quotes, and (ii) th	•	purposes of investor :	•	blished for that asset, if any, incl nptions or distributions, and fee c		J
<u>Ma</u>	ırkete	<u>ers</u>							
								Y	es No

28. (a) Does the *private fund* use the services of someone other than you or your *employees* for marketing purposes?

You must answer "yes" whether the person acts as a placement agent, consultant, finder, introducer, municipal advisor or other solicitor, or similar person. If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the private fund

uses. If the *private fund* uses more than one marketer you must complete questions (b) through (g) separately for each marketer.

 \odot

nformation About 1. (a) Name of SAPPHI (b) Private (include 805-45) 2. Under the Is State: Delawa	out the Private Fund of the private fund: IRE VENTURES FUND III, L.P. of fund identification number: le the "805-" prefix also) 598466536 laws of what state or country is the private fund organized: Country:
 (a) Name of SAPPHI (b) Private (include 805-45) Under the last State: Delawa 	out the Private Fund: Of the private fund: IRE VENTURES FUND III, L.P. of fund identification number: le the "805-" prefix also) 598466536 Ilaws of what state or country is the private fund organized:
1. (a) Name of SAPPHI (b) Private (include 805-45) 2. Under the last State: Delawa	of the <i>private fund</i> : IRE VENTURES FUND III, L.P. e fund identification number: le the "805-" prefix also) 598466536 laws of what state or country is the <i>private fund</i> organized:
SAPPHI (b) Private (include 805-45 2. Under the la State: Delawa	IRE VENTURES FUND III, L.P. e fund identification number: le the "805-" prefix also) 598466536 laws of what state or country is the private fund organized:
State: Delawa	
Delawa	Country:
3. (a) Name(s	are United States
	s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity):
	General Partner, Manager, Trustee, or Director VENTURES (GPE) III, L.L.C.
(b) If filing	g an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund. No Information Filed
	NO THOLITIATION Flied
☑ (2) qua	alifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940 alifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940 me and country, in English, of each <i>foreign financial regulatory authority</i> with which the <i>private fund</i> is registered.
	No Information Filed
6. (a) Is this a	Yes N a "master fund" in a master-feeder arrangement?
(b) If yes,	what is the name and private fund identification number (if any) of the feeder funds investing in this private fund?
	No Information Filed
	Yes M
(d) If yes,	a "feeder fund" in a master-feeder arrangement? what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests? of <i>private fund</i> :
	e fund identification number: le the "805-" prefix also)
	nust complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section 7.B.(1) ster-feeder arrangement or reporting on the funds separately.
	filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for each of funds answer the following questions:
	No Information Filed
NOTE: For	purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all of thei

(a) Is this private fund a "fund of funds"?

Yes No

 \circ

	NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.	nt	
	(b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ?	0	0
		~	~
		Yes	No
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?	0	•
10.	What type of fund is the <i>private fund</i> ?		
	O hedge fund O liquidity fund O private equity fund O real estate fund O securitized asset fund O venture capital fund O Other private	ate fur	nd:
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		
11.	Current gross asset value of the <i>private fund</i> : \$ 981,332,263		
<u>Ow</u>	<u>nership</u>		
12.	Minimum investment commitment required of an investor in the <i>private fund</i> :		
	\$ 700,000,000 NOTE: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set forth in thorganizational documents of the fund).	ne	
13.	Approximate number of the <i>private fund's</i> beneficial owners: 3		
14.	What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> : 1%		
15.	(a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds: 0%		
	(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	Yes ⊙	No
16.	What is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> : 99%		
<u> Υοι</u>	ur Advisory Services		
		Yes	No
17.	(a) Are you a subadviser to this <i>private fund</i> ?	0	\odot
	(b) If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the <i>private fund</i> . If the answer question 17.(a) is "no," leave this question blank.	r to	
	No Information Filed		
		Yes	No
18.	(a) Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) advise the private fund?	0	\odot
	(b) If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private fund</i> . If the to question 18.(a) is "no," leave this question blank.	e answ	er
	No Information Filed		
		Yes	No
19.	Are your <i>clients</i> solicited to invest in the <i>private fund</i> ?	0	⊙
	NOTE: For purposes of this question, do not consider feeder funds of the private fund.		
20.	Approximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ? 0%		
<u>P</u> riv	vate Offering		
		Yes	No
21.	Has the private fund ever relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1933?	0	\odot

	No Information Filed		
B. SERVI	CE PROVIDERS		
Auditor	<u>s</u>		
23. (a)	(1) Are the <i>private fund's</i> financial statements subject to an annual audit?	Yes	s No
()	(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?	•	0
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one audi you must complete questions (b) through (f) separately for each auditing firm.	ting firm	٦,
	Additional Auditor Information : 1 Record(s) Filed.		
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one autirm, you must complete questions (b) through (f) separately for each auditing firm.	uditing	
	(b) Name of the auditing firm: KPMG, LLP		
	(c) The location of the auditing firm's office responsible for the <i>private fund's</i> audit (city, state and country):		
	City: State: Country:		
	GRAND CAYMAN Cayman Islands	Yes I	No
	(d) Is the auditing firm an independent public accountant?	•	0
	(e) Is the auditing firm registered with the Public Company Accounting Oversight Board?	•	0
	If yes, Public Company Accounting Oversight Board-Assigned Number: 185		
	(f) If "yes" to (e) above, is the auditing firm subject to regular inspection by the Public Company Accounting Oversight Board in accordance with its rules?	•	0
		Yes	s No
(g)	Are the <i>private fund's</i> audited financial statements for the most recently completed fiscal year distributed to the <i>private fund's</i> investors?	•	0
(h)	Do all of the reports prepared by the auditing firm for the private fund since your last annual updating amendment contain unqualified	opinion	s?
	If you check "Report Not Yet Received," you must promptly file an amendment to your Form ADV to update your response when the report	is availa	able.
Prime E	<u>Broker</u>		
		Yes	s No
24. (a)	Does the <i>private fund</i> use one or more prime brokers? If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the <i>private fund</i> uses. If	the privi	
	fund uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker.	The priva	аге
	Additional Prime Broker Information: 2 Record(s) Filed.		
	If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the <i>private fund</i> uses. <i>private fund</i> uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker.	If the	
	(b) Name of the prime broker: MERRILL LYNCH, PIERCE, FENNER & SMITH INCORPORATED		
	(c) If the prime broker is registered with the SEC, its registration number: 8 - 7221		
	CRD Number (if any): 7691		

22. If yes, provide the *private fund's* Form D file number (if any):

	California	United States	
(e) Does this prime broker act a	s custodian for some or all of the <i>private</i>	e fund's assets?	
•		ugh (e) below for each prime broker the <i>pr</i> ions (b) through (e) separately for each pr	
(b) Name of the prime broker:		ions (b) timough (c) separately for each pr	ime broker.
UBS FINANCIAL SERVICES IN	C.		
8 - 16267	red with the SEC, its registration number	er:	
CRD Number (if any): 8174			
(d) Location of prime broker's of	fice used principally by the <i>private fund</i>	(city, state and country):	
City: WEEHAKEN	State: New Jersey	Country: United States	
	•		
(e) Does this prime broker act a	s custodian for some or all of the <i>private</i>	e fund's assets?	
f the answer to question 25.(a) is		ed above) to hold some or all of its assets? In (g) below for each custodian the <i>private</i> (g) separately for each custodian.	
Does the <i>private fund</i> use any cust f the answer to question 25.(a) is	"yes," respond to questions (b) throug I must complete questions (b) through	n (g) below for each custodian the <i>private</i>	
Poes the <i>private fund</i> use any cust f the answer to question 25.(a) is uses more than one custodian, you additional Custodian Information If the answer to question 25.(a)	"yes," respond to questions (b) through n: 6 Record(s) Filed. is "yes," respond to questions (b) through	n (g) below for each custodian the <i>private</i>	fund uses. If the μ
Poes the <i>private fund</i> use any cust f the answer to question 25.(a) is uses more than one custodian, you additional Custodian Information If the answer to question 25.(a)	"yes," respond to questions (b) through a must complete questions (b) through a: 6 Record(s) Filed. is "yes," respond to questions (b) through the complete questions (c) through the complete questions (b) through the complete questions (c) through the complete	n (g) below for each custodian the <i>private</i> (g) separately for each custodian. ugh g) below for each custodian the <i>private</i>	fund uses. If the p
Does the <i>private fund</i> use any cust of the answer to question 25. (a) is uses more than one custodian, you consider the answer to question 25. (a) fund uses more than one custod (b) Legal name of custodian:	"yes," respond to questions (b) through a must complete questions (b) through a: 6 Record(s) Filed. is "yes," respond to questions (b) through an, you must complete questions (b) through the complete questions (c) through the complete questions (b) through the complete questions (b) through the complete questions (b) through the complete questions (c) through the	n (g) below for each custodian the <i>private</i> (g) separately for each custodian. ugh g) below for each custodian the <i>private</i>	fund uses. If the p
Ooes the <i>private fund</i> use any cust of the answer to question 25.(a) is uses more than one custodian, you cannot be additional Custodian Information of the answer to question 25.(a) and uses more than one custod (b) Legal name of custodian: J.P. MORGAN SECURITIES LL (c) Primary business name of custodians J.P. MORGAN SECURITIES LL	"yes," respond to questions (b) through a must complete questions (b) through a: 6 Record(s) Filed. is "yes," respond to questions (b) through an, you must complete questions (b) through the complete questions (c) astodian:	n (g) below for each custodian the <i>private</i> (g) separately for each custodian. ugh g) below for each custodian the <i>private</i>	fund uses. If the p
Ooes the <i>private fund</i> use any cust of the answer to question 25.(a) is uses more than one custodian, you cannot be additional Custodian Information of the answer to question 25.(a) and uses more than one custod (b) Legal name of custodian: J.P. MORGAN SECURITIES LL (c) Primary business name of custodians J.P. MORGAN SECURITIES LL	"yes," respond to questions (b) through a must complete questions (b) through a: 6 Record(s) Filed. is "yes," respond to questions (b) through an, you must complete questions (b) through the complete questions (c) astodian:	n (g) below for each custodian the <i>private</i> (g) separately for each custodian. ugh g) below for each custodian the <i>private</i> rough (g) separately for each custodian.	fund uses. If the p
Opes the private fund use any cust of the answer to question 25.(a) is uses more than one custodian, you additional Custodian Information If the answer to question 25.(a) fund uses more than one custod (b) Legal name of custodian: J.P. MORGAN SECURITIES LL (c) Primary business name of custodian: J.P. MORGAN SECURITIES LL (d) The location of the custodian City:	"yes," respond to questions (b) through a must complete questions (b) through a: 6 Record(s) Filed. is "yes," respond to questions (b) through an, you must complete questions (b) through and you must complete questions (c) through a property (c) through (c) throug	n (g) below for each custodian the <i>private</i> (g) separately for each custodian. ugh g) below for each custodian the <i>private</i> rough (g) separately for each custodian.	fund uses. If the p
f the answer to question 25. (a) is uses more than one custodian, you additional Custodian Information If the answer to question 25. (a) fund uses more than one custod (b) Legal name of custodian: J.P. MORGAN SECURITIES LL (c) Primary business name of custodian: J.P. MORGAN SECURITIES LL (d) The location of the custodian City: NEW YORK (e) Is the custodian a related performance of the custodian and the custodian an	"yes," respond to questions (b) through a must complete questions (b) through a: 6 Record(s) Filed. is "yes," respond to questions (b) through an, you must complete questions (b) through and you must complete questions (c) through you must compl	n (g) below for each custodian the <i>private</i> (g) separately for each custodian. Ugh g) below for each custodian the <i>private</i> private (g) separately for each custodian. Description of the private fund of the private (g) separately for each custodian. Description of the private fund	fund uses. If the perfect that the perfe
f the answer to question 25. (a) is uses more than one custodian, you additional Custodian Information If the answer to question 25. (a) fund uses more than one custodian: J.P. MORGAN SECURITIES LL (c) Primary business name of custodian: J.P. MORGAN SECURITIES LL (d) The location of the custodian City: NEW YORK (e) Is the custodian is a broker-of 8 - 35008 CRD Number (if any):	"yes," respond to questions (b) through must complete questions (b) through in: 6 Record(s) Filed. is "yes," respond to questions (b) through an, you must complete questions (b) through an, you must complete questions (b) the particular of the p	n (g) below for each custodian the <i>private</i> (g) separately for each custodian. Ugh g) below for each custodian the <i>private</i> private (g) separately for each custodian. Description of the private fund of the private (g) separately for each custodian. Description of the private fund	fund uses. If the p
f the answer to question 25. (a) is uses more than one custodian, you additional Custodian Informatio If the answer to question 25. (a) fund uses more than one custod (b) Legal name of custodian: J.P. MORGAN SECURITIES LL (c) Primary business name of custodian: J.P. MORGAN SECURITIES LL (d) The location of the custodian City: NEW YORK (e) Is the custodian a related per second or custodian and the custodian are second or custod	"yes," respond to questions (b) through must complete questions (b) through in: 6 Record(s) Filed. is "yes," respond to questions (b) through an, you must complete questions (b) through an, you must complete questions (b) the particular of the p	n (g) below for each custodian the <i>private</i> (g) separately for each custodian. Ugh g) below for each custodian the <i>private</i> private (g) separately for each custodian. Description of the private fund of the private (g) separately for each custodian. Description of the private fund	e fund uses. If the p

If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the private fund uses. If the private

fund uses more than one custodian, you must complete questions (b) through (g) separately for each custodian.

(b)	Legal name of custodian: MERRILL LYNCH, PIERCE, FENNER & SMIT	H INCORPORATED		
(c)	Primary business name of custodian: MERRILL LYNCH, PIERCE, FENNER & SMIT	H INCORPORATED		
(d)	The location of the custodian's office resu	oonsible for <i>custody</i> of the <i>pri</i> v	vate fund's assets (city, state and country):	
()	City:	State:	Country:	
	SAN FRANCISCO	California	United States	Yes No
(e)	Is the custodian a related person of your f	firm?		C ⊙
(f)	If the custodian is a broker-dealer, provid 8 - 7221	de its SEC registration number	(if any):	
	CRD Number (if any): 7691			
(g)	If the custodian is not a broker-dealer, o identifier (if any)	r is a broker-dealer but does	not have an SEC registration number, provide	e its <i>legal entity</i>
fun	he answer to question 25.(a) is "yes," res d uses more than one custodian, you mus Legal name of custodian:		n g) below for each custodian the <i>private fund</i> ugh (g) separately for each custodian.	uses. If the <i>private</i>
	MORGAN STANLEY SMITH BARNEY LLC			
(c)	Primary business name of custodian: MORGAN STANLEY			
(d)	·	,	vate fund's assets (city, state and country):	
	City: MENLO PARK	State: California	Country: United States	
<i>(</i>)				Yes No
(e)	Is the custodian a <i>related person</i> of your t	rirm?		0 0
(f)	If the custodian is a broker-dealer, provid 8 - 68191	de its SEC registration number	(if any):	
	CRD Number (if any): 149777			
(g)	If the custodian is not a broker-dealer, o identifier (if any)	r is a broker-dealer but does	not have an SEC registration number, provide	e its <i>legal entity</i>
	he answer to question 25.(a) is "yes," res d uses more than one custodian, you mus		n g) below for each custodian the <i>private func</i> ugh (g) separately for each custodian.	uses. If the <i>private</i>
(b)	Legal name of custodian: RAYMOND JAMES & ASSOCIATES, INC.			
(c)	Primary business name of custodian: RAYMOND JAMES & ASSOCIATES, INC.			
(d)	The location of the custodian's office resp	ponsible for <i>custody</i> of the <i>pri</i> v	vate fund's assets (city, state and country):	
	City:	State:	Country:	
	ST PETERSBURG	Florida	United States	Yes No
(e)	Is the custodian a related person of your t	firm?		0 0
(f)	If the custodian is a broker-dealer, provide	de its SEC registration number	(if any):	

	CRD Number (if any): 705			
(g)	If the custodian is not a broke identifier (if any)	er-dealer, or is a broker-dealer but do	pes not have an SEC registration number, prov	ide its <i>legal entity</i>
	•		ough g) below for each custodian the <i>private fu</i> through (g) separately for each custodian.	and uses. If the private
(b)	Legal name of custodian: SILICON VALLEY BANK			
(c)	Primary business name of cus SILICON VALLEY BANK	stodian:		
(d)	The location of the custodian'	s office responsible for <i>custody</i> of the	private fund's assets (city, state and country):	
	City: MENLO PARK	State: California	Country: United States	
				Yes N
(e)	Is the custodian a related per-	son of your firm?		0
(f)	If the custodian is a broker-de	ealer, provide its SEC registration nur	nber (if any):	
(.)	_			
	CRD Number (if any):			
		er-dealer, or is a broker-dealer but do	pes not have an SEC registration number, prov	ide its <i>legal entit</i> y
(g)		er-dealer, or is a broker-dealer but do	pes not have an SEC registration number, prov	ide its <i>legal entity</i>
(g)	If the custodian is not a broke identifier (if any) 0K2D5AK28E3O5CC06E35 ne answer to question 25.(a) i	s "yes," respond to questions (b) thr	pes not have an SEC registration number, prov ough g) below for each custodian the <i>private fu</i> through (g) separately for each custodian.	
(g) If the	If the custodian is not a broke identifier (if any) 0K2D5AK28E3O5CC06E35 ne answer to question 25.(a) i	s "yes," respond to questions (b) thr in, you must complete questions (b)	ough g) below for each custodian the <i>private fu</i>	
(g) If the fund (b)	If the custodian is not a broke identifier (if any) OK2D5AK28E3O5CC06E35 The answer to question 25.(a) in the discussion of the custodian custodian.	s "yes," respond to questions (b) thr in, you must complete questions (b) C.	ough g) below for each custodian the <i>private fu</i>	
(g) If the function (b) (c)	If the custodian is not a broke identifier (if any) 0K2D5AK28E3O5CC06E35 The answer to question 25.(a) is a uses more than one custodian. Legal name of custodian: UBS FINANCIAL SERVICES INCOMPRIMERY business name of custodian. UBS FINANCIAL SERVICES INCOMPRIMERY SERVICES INCOMPRIMERY SERVICES INCOMPRIMERY.	s "yes," respond to questions (b) thr in, you must complete questions (b) C. stodian:	ough g) below for each custodian the <i>private fu</i>	
(g) If the fund (b) (c)	If the custodian is not a broke identifier (if any) 0K2D5AK28E3O5CC06E35 The answer to question 25.(a) is the uses more than one custodian. Legal name of custodian: UBS FINANCIAL SERVICES INCOMPRIME DUSINESS NAME OF CUSTODIAN CUSTOD	s "yes," respond to questions (b) thron, you must complete questions (b) Stodian: Stodian: Stoffice responsible for <i>custody</i> of the State:	ough g) below for each custodian the <i>private fu</i> through (g) separately for each custodian. In private fund's assets (city, state and country): Country:	
(g) If the fund (b) (c)	If the custodian is not a broke identifier (if any) 0K2D5AK28E3O5CC06E35 The answer to question 25.(a) is a uses more than one custodian: UBS FINANCIAL SERVICES INCOME UBS FINANCIAL SERVICES INCOME The location of the custodian:	s "yes," respond to questions (b) thr in, you must complete questions (b) C. stodian: C. s office responsible for <i>custody</i> of the	ough g) below for each custodian the <i>private fu</i> through (g) separately for each custodian.	
(g) If the function (b) (c)	If the custodian is not a broke identifier (if any) 0K2D5AK28E3O5CC06E35 The answer to question 25.(a) is the uses more than one custodian. Legal name of custodian: UBS FINANCIAL SERVICES INCOMPRIME DUSINESS NAME OF CUSTODIAN CUSTOD	s "yes," respond to questions (b) thr in, you must complete questions (b) Stodian: Stodian: Stodian: State: New Jersey	ough g) below for each custodian the <i>private fu</i> through (g) separately for each custodian. In private fund's assets (city, state and country): Country:	and uses. If the private
(g) If thfund (b) (c) (d)	If the custodian is not a broke identifier (if any) OK2D5AK28E3O5CC06E35 The answer to question 25.(a) is divided uses more than one custodian. Legal name of custodian: UBS FINANCIAL SERVICES INCOMPRIME PRIME SERVICES INCOMPRES TO THE INCOM	s "yes," respond to questions (b) thr in, you must complete questions (b) Stodian: Stodian: Stodian: State: New Jersey	ough g) below for each custodian the <i>private fu</i> through (g) separately for each custodian. In private fund's assets (city, state and country): Country: United States	and uses. If the private
(g) If th fund (b) (c) (d)	If the custodian is not a broke identifier (if any) 0K2D5AK28E3O5CC06E35 The answer to question 25.(a) is divided uses more than one custodian. Legal name of custodian: UBS FINANCIAL SERVICES INCOMPRIME PRIMANCIAL SERVICES INCOMPRIME UBS FINANCIAL SERVICES INCOMPRIME UBS FINANCIAL SERVICES INCOMPRED UBS FINANCIAL SERVICES UBS FINANCIAL SERVIC	s "yes," respond to questions (b) thr in, you must complete questions (b) c. stodian: c. s office responsible for <i>custody</i> of the State: New Jersey	ough g) below for each custodian the <i>private fu</i> through (g) separately for each custodian. In private fund's assets (city, state and country): Country: United States	and uses. If the private

Administrator

Yes No

26. (a) Does the *private fund* use an administrator other than your firm?

0 (

	I	must complete questions (b) through (f) separately for each administrator.		
		No Information Filed		
27.	your 0% Inclurelev	ng your last fiscal year, what percentage of the <i>private fund's</i> assets (by value) was valued by a <i>person</i> , such as an administrator, that is related person? ude only those assets where (i) such <i>person</i> carried out the valuation procedure established for that asset, if any, including obtaining are vant quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or distributions, and fee calculations (includications) was the valuation determined by such <i>person</i> .	ny	
<u>Ma</u>	<u>rkete</u>	<u>rs</u>		
28.	9	Does the <i>private fund</i> use the services of someone other than you or your <i>employees</i> for marketing purposes? You must answer "yes" whether the <i>person</i> acts as a placement agent, consultant, finder, introducer, municipal advisor or other solicitor similar <i>person</i> . If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the <i>private</i> uses. If the <i>private fund</i> uses more than one marketer you must complete questions (b) through (g) separately for each marketer.		N G
		No Information Filed		
	L			
А . Р	RIVAT	E FUND		
Info	<u>ormati</u>	ion About the <i>Private Fund</i>		
1.	(b)	Name of the <i>private fund</i> : SAPPHIRE VENTURES FUND IV, L.P. Private fund identification number: (include the "805-" prefix also) 805-6895449140		
2.	Unde	er the laws of what state or country is the <i>private fund</i> organized:		
		State: Country: Delaware United States		
3.	(a) I	Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity):		
		me of General Partner, Manager, Trustee, or Director PHIRE VENTURES (GPE) IV, L.L.C.		
	(b)	If filing an <i>umbrella registration</i> , identify the <i>filing adviser</i> and/or <i>relying adviser(s)</i> that sponsor(s) or manage(s) this <i>private fund</i> . No Information Filed		
4.		private fund (check all that apply; you must check at least one): (1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940 (2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940		
5.	List	the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.		
		No Information Filed		
6.	(a)	Is this a "master fund" in a master-feeder arrangement?	Yes	N
		If yes, what is the name and <i>private fund</i> identification number (if any) of the feeder funds investing in this <i>private fund</i> ? No Information Filed	_	_
			Yes	N
		Is this a "feeder fund" in a master-feeder arrangement?	0	•
		If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests? Name of <i>private fund</i> :		

	(include the "805-" prefix also)		
	NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section of the master-feeder arrangement or reporting on the funds separately.	7.B.(1)
7.	If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for the feeder funds answer the following questions:	eac	h of
	No Information Filed		
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it is multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.	issue	ed
			No
8.	(a) Is this <i>private fund</i> a "fund of funds"?		⊙
	NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.		
	(b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ?	0	0
		Yes	No
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?	0	•
10.	What type of fund is the <i>private fund</i> ?		
	C hedge fund C liquidity fund C private equity fund C real estate fund C securitized asset fund venture capital fund C Other private	te fur	nd:
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		
11.	Current gross asset value of the <i>private fund</i> :		
	\$ 1,127,787,426		
Ow	vnership		
12.	Minimum investment commitment required of an investor in the <i>private fund</i> : \$ 1,000,000,000		
	NOTE: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set forth in the organizational documents of the fund).		
13.	Approximate number of the <i>private fund's</i> beneficial owners:		
	3		
14.	What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> :		
	1%		
15.	(a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds:		
	0%		
			No
	(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to qualified clients?	•	0
16.	What is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> : 99%		
Υοι	ur Advisory Services		
		Yes	No
17.	(a) Are you a subadviser to this <i>private fund</i> ?	0	•

(b) If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the private fund. If the answer to

Private fund identification number:

18. (c) Disarry invastment advaces (other than the invastment selectors field in Section 7.8 (c) A.3 (d)) winks the prevete fund. If the answer to question 13 (d) is not interest that guestion blank. No interest to the prevention of the securities and of the securities and of the prevention of the securities and of the secu	(b)	Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) advise the <i>private fund?</i> If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private fund</i> . If the to question 18.(a) is "no," leave this question blank.	C	s N
(a) If the asswer to question (a) (a) is "yes," provide the name and SEC life namedar, if any, of the other advisors in the private fund. If the asswer to question (B) (a) is "no," leave this question blank. No tonormation (B) is "no," leave this question blank. No tonormation (B) is "no," leave this question blank. No tonormation (B) is "no," leave this question blank. No tonormation (B) is "no," leave this question blank. No tonormation (B) is "no," leave this question, do not sometic fooder funds of the private fund? NOTE: For purposes of this question, do not sometic funds of the private fund? On Approximately what percentage of your clients has invested in the private fund? Private Othering Very private Othering Very private funds from an exemption from registration of its securities under Regulation (B) of the Securities Act of 1933? Very provide the private funds form (B) file number (if any): No information Filed SERVICE PROVIDERS Auditors 2. (a) (1) Are the private funds (Simenaid sistements subject to an annual resulting (C) the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP? If the answer to question 23.(a)(1) is "yes," are fine fundable funding firm you must complete question (b) through (b) appropriety for such auditing firm Additional Auditor Information : 1 Record(s) Filed. If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (b) below. If the private fund uses more than one auditing firm you must complete questions (b) through (b) separately for each auditing firm (B) (C). (b) Name of the auditing firm (S) (C) "yes," respond to questions (b) through (b) below. If the private fund uses more than one auditing firm you must complete question (b) through (b) separately for each auditing firm. (c) Is the auditing firm an independent public accountant? (c) It has a fund the firm of the auditing firm subject do regular inspection by the Public Company Accounting Oversight board Assigned Number. (d	(b)	If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private fund</i> . If the to question 18.(a) is "no," leave this question blank.	C	s ľ
(b) If the emover to question 18 (c) is "yes," provide the name and SEC file number, if any, of the other advisers to the private fund. If the answer to question 18 (d) is "no" feare this question blank. No Information Filed Yes. 9. Are your oberist solicited to invest in the private xund? NOTE: For purposes of this question, as not consider feeder funds of the private fund. 9. Approximately what percentage or your clients has invested in the private fund? 9%. Invited Offering Yes. 1. Has the private Xund two related an an exemption from registration of its securities under Regulation D of the Securities Act of 1933? 2. If yes, provide the private Xund's form D file number (if any): No Information Filed Yes. 2. (a) (1) Are the private Xund's financial statements subject to an annual audit? (2) If the enswer to question 23 (a) (1) is "yes," are the financial statements or sparred in eccordance with U.S. CAAP? (3) If the inventor to question 23 (a) (1) is "yes," are the financial statements or sparred in eccordance with U.S. CAAP? (4) If the inventor to question 23 (a) (1) is "yes," are the financial statements or spatred in eccordance with U.S. CAAP? (5) If the answer to question 23 (a) (1) is "yes," are the financial statements or spatred in eccordance with U.S. CAAP? (6) If the answer to question 23 (a) (1) is "yes," respond to questions (b) through (h) below. If the private fund uses more than one auditing firm, you must complete questions (b) through (f) superately for each auditing firm. Additional Auditor Information : 1 Record(s) Filed. If the answer to question 23 (a) (1) is "yes," respond to questions (b) through (h) below. If the private fund uses more than one auditing firm, you must complete question (b) through (f) superately for each auditing firm. (a) Name of the auditing firm solitice responsible for the private xund's audit (city, state and country): (b) The location of the auditing firm soffice responsible for the private xund's audit (city, state and country): (c) It is	(b)	If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private fund</i> . If the to question 18.(a) is "no," leave this question blank.		
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7. Any year clients solicited to invest in the private hand? NOTE: For purposes of this question, do not consider feeder funds of the private fund. 2. Approximately what percentage of your clients has invested in the private fund. 3. Approximately what percentage of your clients has invested in the private fund. 4. Has the private fund ever relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1932? 3. If yes, provide the private fund's Form D file number (if any): No Information Filed. 5. RANCE PROVIDERS 4. (a) (1) Are the private fund's triangulal statements subject to an annual audit? (2) If the answer to question 23 (a)(1) is "yes," are the financial statements prepared in accordance with U.S. CAAP? (3) It the answer to question 23 (a)(1) is "yes," are the financial statements prepared in accordance with U.S. CAAP? (4) If the answer to question 23 (a)(1) is "yes," respond to questions (b) through (f) below. If the private fund uses more than one auditing firm you must complete questions (b) through (f) separately for each auditing firm. 4. Additional Auditor Information : 1 Record(s) Field. If the answer to question 23 (a)(1) is "yes," respond to questions (b) through (f) below. If the private fund uses more than one auditing firm, you must complete questions (b) through (f) separately for each auditing firm. (b) Name of the auditing firm's office responsible for the private fund's audit (city, state and country). (city of the auditing firm registered with the Public Company Accounting Oversight Board? (c) Is the auditing firm registered with the Public Company Accounting Oversight Board? (d) It 'yes, Public Company Accounting Oversight Board-Assigned Number: 185 (e) It 'yes' to (e) above, is the auditing firm subject to regular inspection by the Public Company Accounting Oversight Board in accordance with its rules?		No Information Filed	C aris	wei
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Approximately what percentage of your <i>ellents</i> has invested in the <i>private hand?</i> (2) If yes, provide the <i>private hand</i> ever relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1933? (3) If yes, provide the <i>private hand</i> 's form D tile number (it any): No Information Filed	NOT	your <i>clients</i> solicited to invest in the <i>private fund</i> ?	C) (
thate Offering Yes. Has the private fund ever relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1933? If yes, provide the private fund's Form D file number (if any): No Information Filed SERVICE PROVIDERS SERVICE PROVIDERS Vec. (2) If the answer to question 23 (a) (1) is "yes," are the financial statements propered in accordance with U.S. CAAP? If the answer to question 23 (a) (1) is "yes," are the financial statements propered in accordance with U.S. CAAP? If the answer to question 23 (a) (1) is "yes," respond to questions (b) through (f) below. If the private fund uses more than one auditing firm you must complete questions (b) through (f) separately for each auditing firm. Additional Auditor Information : 1 Record(s) Filed. If the answer to question 23 (a)(1) is "yes," respond to questions (b) through (f) below. If the private fund uses more than one auditing firm, you must complete questions (b) through (f) separately for each auditing firm. (b) Namo of the auditing firm: KPMC, LLP (c) The location of the auditing firm's office responsible for the private fund's sudit (city, state and country): City: GRAND CAYMAN State: Country: GRAND CAYMAN Yes (d) Is the auditing firm registered with the Public Company Accounting Oversight Board? (e) Is the auditing firm registered with the Public Company Accounting Oversight Board Assigned Number 185 (f) In "yes" to (e) above, is the auditing firm subject to regular inspection by the Public Company Accounting Oversight Board in accordance with its rules?		E: For purposes of this question, do not consider feeder funds of the private fund.		
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City: State: Country: GRAND CAYMAN Cayman Islands Yes (d) Is the auditing firm an independent public accountant? (e) Is the auditing firm registered with the Public Company Accounting Oversight Board? If yes, Public Company Accounting Oversight Board-Assigned Number: 185 (f) If "yes" to (e) above, is the auditing firm subject to regular inspection by the Public Company Accounting Oversight Board in accordance with its rules?				
City: State: Country: GRAND CAYMAN Cayman Islands Yes (d) Is the auditing firm an independent public accountant? (e) Is the auditing firm registered with the Public Company Accounting Oversight Board? If yes, Public Company Accounting Oversight Board-Assigned Number: 185 (f) If "yes" to (e) above, is the auditing firm subject to regular inspection by the Public Company Accounting Oversight Board in accordance with its rules?		(c) The location of the auditing firm's office responsible for the <i>private fund's</i> audit (city, state and country):		
Yes (d) Is the auditing firm an <i>independent public accountant</i> ? (e) Is the auditing firm registered with the Public Company Accounting Oversight Board? If yes, Public Company Accounting Oversight Board-Assigned Number: 185 (f) If "yes" to (e) above, is the auditing firm subject to regular inspection by the Public Company Accounting Oversight Board in accordance with its rules?				
(d) Is the auditing firm an <i>independent public accountant</i> ? (e) Is the auditing firm registered with the Public Company Accounting Oversight Board? If yes, Public Company Accounting Oversight Board-Assigned Number: 185 (f) If "yes" to (e) above, is the auditing firm subject to regular inspection by the Public Company Accounting Oversight Board in accordance with its rules?		GRAND CAYMAN Cayman Islands		
(e) Is the auditing firm registered with the Public Company Accounting Oversight Board? If yes, Public Company Accounting Oversight Board-Assigned Number: 185 (f) If "yes" to (e) above, is the auditing firm subject to regular inspection by the Public Company Accounting Oversight Board in accordance with its rules?		(d) to the auditing firm an independent public association?		No
If yes, Public Company Accounting Oversight Board-Assigned Number: 185 (f) If "yes" to (e) above, is the auditing firm subject to regular inspection by the Public Company Accounting Oversight Board in accordance with its rules?		(a) is the auditing firm an independent public accountant?	⊙	0
(f) If "yes" to (e) above, is the auditing firm subject to regular inspection by the Public Company Accounting Oversight Board in accordance with its rules?		(e) Is the auditing firm registered with the Public Company Accounting Oversight Board?	•	0
accordance with its rules?				
Ye			•	0
Ye				
(a) And the private fundio audited financial et translate for the proof of the private fundio audited financial et translate for the private fundio audited financial et translate fundio audited financial et aud		And the projects formally equality of financial attachments for the project and the second of the se		s I
(g) Are the <i>private fund's</i> audited financial statements for the most recently completed fiscal year distributed to the <i>private fund's</i> investors?	_		0)

Yes No

① 0

If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the private fund uses. If the private fund uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker.

Additional Prime Broker	Information: 3	Record(s)	Filed.
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If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the private fund uses. If the
private fund uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker.

(b) Name of the prime broker:

GOLDMAN SACHS & CO. LLC

24. (a) Does the *private fund* use one or more prime brokers?

(c) If the prime broker is registered with the SEC, its registration number:

8 - 129

CRD Number (if any):

361

(d) Location of prime broker's office used principally by the *private fund* (city, state and country):

City: State: Country: **NEW YORK** New York **United States**

Yes No

(e) Does this prime broker act as custodian for some or all of the private fund's assets?

 \odot 0

If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the private fund uses. If the private fund uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker.

(b) Name of the prime broker:

MERRILL LYNCH, PIERCE, FENNER & SMITH INCORPORATED

(c) If the prime broker is registered with the SEC, its registration number:

8 - 7221

CRD Number (if any):

7691

(d) Location of prime broker's office used principally by the *private fund* (city, state and country):

State:

SAN FRANCISCO California **United States**

Yes No

(e) Does this prime broker act as custodian for some or all of the private fund's assets?

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If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the private fund uses. If the private fund uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker.

(b) Name of the prime broker:

MORGAN STANLEY

(c) If the prime broker is registered with the SEC, its registration number:

8 - 68191

CRD Number (if any):

149777

(d) Location of prime broker's office used principally by the *private fund* (city, state and country):

State: Country: Citv: MENLO PARK California **United States**

Yes No.

(e) Does this prime broker act as custodian for some or all of the private fund's assets?

0

Custodian

Yes	N
-----	---

	•) through (g) below for each custodian the <i>private f</i> through (g) separately for each custodian.	fund uses. If the μ
Additional Custodian Infor	rmation : 4 Record(s) Filed.		
If the onewer to question	2F (a) is "yes " respend to guestions	(b) through g) below for each custodian the <i>private</i>	a fund uses. If the
		ns (b) through (g) separately for each custodian.	Turiu uses. II the
(b) Legal name of custodi			
(c) Primary business nam	ne of custodian		
GOLDMAN SACHS & CO			
(d) The location of the cu	stodian's office responsible for <i>custod</i> y	of the <i>private fund's</i> assets (city, state and country	/):
City: NEW YORK	State: New York	Country: United States	
(e) Is the custodian a <i>rel</i> a	ated person of your firm?		
(f) If the custodian is a b	roker-dealer, provide its SEC registrati	on number (if any):	
8 - 129			
CRD Number (if any): 361			
301			
(g) If the custodian is not identifier (if any)	t a broker-dealer, or is a broker-dealer	but does not have an SEC registration number, pro	ovide its <i>legal ent</i>
'		(b) through g) below for each custodian the <i>private</i> ns (b) through (g) separately for each custodian.	e fund uses. If the
(b) Legal name of custodi	ian: CE, FENNER & SMITH INCORPORATED		
MERRILL LYNCH, PIERGE (c) Primary business nam	ne of custodian: CE, FENNER & SMITH INCORPORATED		
(c) Primary business nam MERRILL LYNCH, PIER MERRILL LYNCH, PIER (d) The location of the cu	CE, FENNER & SMITH INCORPORATED	of the <i>private fund's</i> assets (city, state and country	/):
(c) Primary business nam MERRILL LYNCH, PIER MERRILL LYNCH, PIER (d) The location of the cu City:	CE, FENNER & SMITH INCORPORATED stodian's office responsible for <i>custody</i> State:	Country:	/):
(c) Primary business nam MERRILL LYNCH, PIER MERRILL LYNCH, PIER (d) The location of the cu	CE, FENNER & SMITH INCORPORATED stodian's office responsible for <i>custody</i>	Country:	/):
(c) Primary business nam MERRILL LYNCH, PIER MERRILL LYNCH, PIER (d) The location of the cu City:	CE, FENNER & SMITH INCORPORATED stodian's office responsible for <i>custod</i> y State: Californ	Country:	/):
(c) Primary business nam MERRILL LYNCH, PIERO MERRILL LYNCH, PIERO (d) The location of the curcity: SAN FRANCISCO (e) Is the custodian a relation of the curcity:	CE, FENNER & SMITH INCORPORATED stodian's office responsible for <i>custod</i> y State: Californ	Country: ia United States	/):
(c) Primary business nam MERRILL LYNCH, PIERO MERRILL LYNCH, PIERO (d) The location of the curcity: SAN FRANCISCO (e) Is the custodian a relation of the curcity:	CE, FENNER & SMITH INCORPORATED stodian's office responsible for <i>custody</i> State: Californ ated person of your firm?	Country: ia United States	/):
(c) Primary business nam MERRILL LYNCH, PIERO MERRILL LYNCH, PIERO (d) The location of the curcity: SAN FRANCISCO (e) Is the custodian a relation of the curcity:	CE, FENNER & SMITH INCORPORATED stodian's office responsible for <i>custody</i> State: Californ ated person of your firm?	Country: ia United States	/):

If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the *private fund* uses. If the *private* fund uses more than one custodian, you must complete questions (b) through (g) separately for each custodian.

(b) Legal name of custodian:

(d) The location of the custodian's	office responsible for <i>custody</i> of the	e <i>private fund's</i> assets (city, state and country	r):
City:	State:	Country:	,
MENLO PARK	California	United States	_
(e) Is the custodian a related perso	on of your firm?		
(f) If the custodian is a broker-dea 8 - 68191	aler, provide its SEC registration nu	mber (if any):	
CRD Number (if any): 149777			
(g) If the custodian is not a broker identifier (if any)	-dealer, or is a broker-dealer but o	loes not have an SEC registration number, pro	ovide its <i>legal entit</i>
		rough g) below for each custodian the <i>private</i> through (g) separately for each custodian.	fund uses. If the μ
(b) Legal name of custodian: SILICON VALLEY BANK			
(c) Primary business name of custo SILICON VALLEY BANK	odian:		
(d) The location of the custodian's	office responsible for <i>custody</i> of th	e <i>private fund's</i> assets (city, state and country	r):
City:	State:	Country:	
MENLO PARK	California	United States	,
(e) Is the custodian a related person	on of your firm?		
(f) If the custodian is a broker-dea	aler, provide its SEC registration nu	mber (if any):	
- CRD Number (if any):			
identifier (if any)	-dealer, or is a broker-dealer but c	loes not have an SEC registration number, pro	ovide its <i>legal enti</i> i
0K2D5AK28E3O5CC06E35			
ato <u>r</u>			
pes the <i>private fund</i> use an adminis	•		
	res," respond to questions (b) throu (f) separately for each administrat	ugh (f) below. If the <i>private fund</i> uses more theor.	an one administra
ust complete questions (b) through			

Include only those assets where (i) such *person* carried out the valuation procedure established for that asset, if any, including obtaining any relevant quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or distributions, and fee calculations (including allocations) was the valuation determined by such *person*.

your related person?

0%

<u>Marketers</u>	
Yes	s No
28. (a) Does the <i>private fund</i> use the services of someone other than you or your <i>employees</i> for marketing purposes?	•
You must answer "yes" whether the <i>person</i> acts as a placement agent, consultant, finder, introducer, municipal advisor or other solicitor, or similar <i>person</i> . If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the <i>private fund</i> uses. If the <i>private fund</i> uses more than one marketer you must complete questions (b) through (g) separately for each marketer.	
No Information Filed	

A. PI	RIVATE FUND
nfo	ormation About the <i>Private Fund</i>
1.	 (a) Name of the <i>private fund</i>: SAPPHIRE VENTURES FUND V, L.P. (b) <i>Private fund</i> identification number: (include the "805-" prefix also) 805-4746404236
2.	Under the laws of what state or country is the <i>private fund</i> organized: State: Delaware Country: United States
3.	(a) Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity):
	Name of General Partner, Manager, Trustee, or Director
	SAPPHIRE VENTURES (GPE) V, L.L.C.
	(b) If filing an <i>umbrella registration</i> , identify the <i>filing adviser</i> and/or <i>relying adviser(s)</i> that sponsor(s) or manage(s) this <i>private fund</i> . No Information Filed
4.	The <i>private fund</i> (check all that apply; you must check at least one): (1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940 (2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940
5.	List the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.
	No Information Filed
	Yes I
6.	(a) Is this a "master fund" in a master-feeder arrangement?
	(b) If yes, what is the name and private fund identification number (if any) of the feeder funds investing in this private fund?
	No Information Filed
	Yes M
	(c) Is this a "feeder fund" in a master-feeder arrangement?(d) If yes, what is the name and private fund identification number (if any) of the master fund in which this private fund invests?Name of private fund:
	Private fund identification number: (include the "805-" prefix also)
	NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section 7.B.(1) for the master-feeder arrangement or reporting on the funds separately.
7.	If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for each of the feeder funds answer the following questions:
	No Information Filed
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all of their assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it issued multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund. Yes N

NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment

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8. (a) Is this *private fund* a "fund of funds"?

	(b) If yes, does the <i>private fund</i> invest in funds managed by you or by a <i>related person</i> ?	0	0
		Yes	No
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?	0	•
10.	What type of fund is the <i>private fund</i> ?		
	O hedge fund O liquidity fund O private equity fund O real estate fund O securitized asset fund O venture capital fund O Other private	te fun	ıd:
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		
11.	Current gross asset value of the <i>private fund</i> : \$ 1,181,488,691		
<u>Ow</u>	nership		
12.	Minimum investment commitment required of an investor in the <i>private fund</i> : \$ 1,250,000,000		
	NOTE: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set forth in the organizational documents of the fund).)	
13.	Approximate number of the <i>private fund's</i> beneficial owners: 3		
14.	What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> : 1%		
15.	(a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds: 0%		
	(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	Yes ©	No O
16.	What is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> : 99%		
You	ur Advisory Services		
17.	(a) Are you a subadviser to this <i>private fund</i> ?	Yes	No ⊙
.,.	(b) If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the <i>private fund</i> . If the answer question 17.(a) is "no," leave this question blank.		٠
	No Information Filed		
		Yes	No
18.	(a) Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) advise the <i>private fund</i>?(b) If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private fund</i>. If the	C answe	⊙ er
	to question 18.(a) is "no," leave this question blank.		
	No Information Filed		
19.	Are your <i>clients</i> solicited to invest in the <i>private fund</i> ?	Yes	
	NOTE: For purposes of this question, do not consider feeder funds of the private fund.	0	•
20.	Approximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ? 0%		
<u>Priv</u>	vate Offering		
21.	Has the <i>private fund</i> ever relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1933?	Yes O	No ⊙

22. If yes, provide the *private fund's* Form D file number (if any):

No Information Filed	
No minormation inca	

B. SERVICE PROVIDERS

Auditor	<u>'S</u>		
23. (a)	(1) Are the <i>private fund's</i> financial statements subject to an annual audit?		es No
20. (u)	(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?		
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one auditi you must complete questions (b) through (f) separately for each auditing firm.		
	Additional Auditor Information : 1 Record(s) Filed.		
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one audifirm, you must complete questions (b) through (f) separately for each auditing firm.	liting	
	(b) Name of the auditing firm: KPMG, LLP		
	(c) The location of the auditing firm's office responsible for the <i>private fund's</i> audit (city, state and country):		
	City: State: Country:		
	GRAND CAYMAN Cayman Islands		
	(d) Is the auditing firm an independent public accountant?	Yes	_
	(a) 13 the additing initial independent pablic accountants	⊙	О
	(e) Is the auditing firm registered with the Public Company Accounting Oversight Board?	•	0
	If yes, Public Company Accounting Oversight Board-Assigned Number: 185		
	(f) If "yes" to (e) above, is the auditing firm subject to regular inspection by the Public Company Accounting Oversight Board in accordance with its rules?	0	0
	Are the <i>private fund's</i> audited financial statements for the most recently completed fiscal year distributed to the <i>private fund's</i> investors? Do all of the reports prepared by the auditing firm for the <i>private fund</i> since your last <i>annual updating amendment</i> contain unqualified of	•	
(11)	• Yes • No • Report Not Yet Received	рипо	115 (
	If you check "Report Not Yet Received," you must promptly file an amendment to your Form ADV to update your response when the report is	's avai	ilahla
Prime E 24. (a)			es No
	If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the <i>private fund</i> uses. If the fund uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker.	~	_
	Additional Prime Broker Information : 3 Record(s) Filed.		
	If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the <i>private fund</i> uses. If <i>private fund</i> uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker.	the	
	(b) Name of the prime broker: GOLDMAN SACHS & CO. LLC		
	(c) If the prime broker is registered with the SEC, its registration number: 8 - 129		
	CRD Number (if any): 361		
	(d) Location of prime broker's office used principally by the <i>private fund</i> (city, state and country):		

NEW YORK	New York		
() 5	NOW TOTAL	United States	
() 5			Yes No
(e) Does this prime bro	oker act as custodian for some or all of the <i>pri</i>	ivate fund's assets?	⊙ ○
	than one prime broker, you must complete qu	hrough (e) below for each prime broker the <i>pri</i> vuestions (b) through (e) separately for each priv	
MERRILL LYNCH, PI	ERCE, FENNER & SMITH INCORPORATED		
(c) If the prime broker 8 - 7221 CRD Number (if any	is registered with the SEC, its registration nu	mber:	
7691			
(d) Location of prime b	proker's office used principally by the private fu	and (city, state and country):	
City:	State:	Country:	
SAN FRANCISCO	California	United States	Yes No
(e) Does this nrime hro	oker act as custodian for some or all of the <i>pri</i>	ivate fund's assets?	
	oker det dis editodiam for some of all of the pri	vate runu 3 daseta:	⊙ ○
(b) Name of the prime MORGAN STANLEY(c) If the prime broker		mber:	
MORGAN STANLEY (c) If the prime broker 8 - 68191 CRD Number (if any	is registered with the SEC, its registration nu	mber:	
MORGAN STANLEY (c) If the prime broker 8 - 68191 CRD Number (if any 149777	is registered with the SEC, its registration nu		
MORGAN STANLEY (c) If the prime broker 8 - 68191 CRD Number (if any 149777 (d) Location of prime b	r is registered with the SEC, its registration nugy): proker's office used principally by the <i>private fu</i>	<i>und</i> (city, state and country):	
MORGAN STANLEY (c) If the prime broker 8 - 68191 CRD Number (if any 149777	is registered with the SEC, its registration nu		
MORGAN STANLEY (c) If the prime broker 8 - 68191 CRD Number (if any 149777 (d) Location of prime broker City:	r is registered with the SEC, its registration nugy): proker's office used principally by the <i>private fu</i> State:	<i>und</i> (city, state and country): Country:	Yes No

(d) The location of the custodian's office responsible for *custody* of the *private fund's* assets (city, state and country):

Country:

State:

GOLDMAN SACHS & CO. LLC

	NEW YORK	New York	United States		
(e)	Is the custodian a related	<i>l person</i> of your firm?		Yes O	Nc ⊙
(f)	If the custodian is a broke	er-dealer, provide its SEC registration :	number (if any):		
,,	8 - 129				
	CRD Number (if any):				
	361				
(g)	If the custodian is not a bidentifier (if any)	oroker-dealer, or is a broker-dealer bu	t does not have an SEC registration number, provide its legal	entity	
	•		through g) below for each custodian the <i>private fund</i> uses. If (b) through (g) separately for each custodian.	the <i>priva</i>	ate
(b)	Legal name of custodian: MERRILL LYNCH, PIERCE,	FENNER & SMITH INCORPORATED			
(c)	Primary business name of MERRILL LYNCH, PIERCE,	f custodian: FENNER & SMITH INCORPORATED			
(d)	The location of the custoo	dian's office responsible for custody of	the private fund's assets (city, state and country):		
	City:	State:	Country:		
	SAN FRANCISCO	California	United States	Yes	NI
(e)	Is the custodian a related	<i>l person</i> of your firm?		O O	©
				~	_
(f)	If the custodian is a broke 8 - 7221	er-dealer, provide its SEC registration (number (if any):		
	CRD Number (if any):				
	7691				
(g)	If the custodian is not a bidentifier (if any)	proker-dealer, or is a broker-dealer bu	t does not have an SEC registration number, provide its legal	entity	
	·	• • • • • • • • • • • • • • • • • • • •	through g) below for each custodian the <i>private fund</i> uses. If (b) through (g) separately for each custodian.	the <i>priva</i>	ate
(b)	Legal name of custodian: MORGAN STANLEY SMITH	BARNEY LLC			
(c)	Primary business name of MORGAN STANLEY	^c custodian:			
(d)	The location of the custoo	dian's office responsible for custody of	the private fund's assets (city, state and country):		
	City: MENLO PARK	State: California	Country: United States		
(0)	La the quetadian a related			Yes	
(e)	Is the custodian a related	person of your firm?		0	•
(f)	If the custodian is a broke	er-dealer, provide its SEC registration	number (if any):		
	8 - 68191				
	CRD Number (if any): 149777				
(g)	If the custodian is not a bidentifier (if any)	oroker-dealer, or is a broker-dealer bu	t does not have an SEC registration number, provide its legal	entity	

	(b) Legal name of custodian: SILICON VALLEY BANK			
	(c) Primary business name of custoo SILICON VALLEY BANK	dian:		
	(d) The location of the custodian's of	office responsible for <i>custody</i> of th	ne <i>private fund's</i> assets (city, state and countr	v):
	City:	State:	Country:	<i>5,</i>
	MENLO PARK	California	United States	
	(e) Is the custodian a related persor	of your firm?		Yes No
	(e) is the custodian a related person	roi your illill!		0 0
	(f) If the custodian is a broker-deal	er, provide its SEC registration nu	ımber (if any):	
	- CRD Number (if any):			
	(g) If the custodian is not a broker-identifier (if any)	dealer, or is a broker-dealer but c	does not have an SEC registration number, pr	rovide its <i>legal entity</i>
	0K2D5AK28EO5CC06E35			
	istrator) Does the <i>private fund</i> use an administr If the answer to question 26.(a) is "ye must complete questions (b) through (s," respond to questions (b) throu	ugh (f) below. If the <i>private fund</i> uses more the	Yes N C (han one administrator, you
) Does the <i>private fund</i> use an administr If the answer to question 26.(a) is "ye	s," respond to questions (b) throu (f) separately for each administrat	tor.	0 0
) Does the <i>private fund</i> use an administr If the answer to question 26.(a) is "ye	s," respond to questions (b) throu (f) separately for each administrat	•	0 (
6. (a 7. Di yo) Does the <i>private fund</i> use an administration of the answer to question 26. (a) is "ye must complete questions (b) through (a) through (b) through (b) through (c) through (s," respond to questions (b) throu (f) separately for each administrat No Inform	tor.	han one administrator, you
7. Di yo 2° In re	Does the <i>private fund</i> use an administration of the answer to question 26. (a) is "ye must complete questions (b) through the function of the private	respond to questions (b) through separately for each administrate. No Information of the private fund's assets (by serson carried out the valuation produced for purposes of investor subscri	nation Filed	han one administrator, you administrator, that is not cluding obtaining any
7. Di yo 2° In re	Does the <i>private fund</i> use an administration of the answer to question 26. (a) is "ye must complete questions (b) through the formula of the private puring your last fiscal year, what percentation are related person? Clude only those assets where (i) such private puring the private puring your last fiscal year, what percentation is the private puring your last fiscal year, what percentation is the private puring your last fiscal year, what percentation is the private puring your last fiscal year, what percentation is the private puring your last fiscal year, what percentation is the private puring your last fiscal year, what percentation is the private puring your last fiscal year, what percentation is the private puring your last fiscal year, what percentation is the private puring your last fiscal year, what percentation is the private puring your last fiscal year, what percentation is the private puring your last fiscal year, what percentation is the private puring your last fiscal year, what percentation is the private puring your last fiscal year, what percentation is the private puring your last fiscal year, what percentation is the private puring your last fiscal year, what percentation is the private puring your last fiscal year.	respond to questions (b) through separately for each administrate. No Information of the private fund's assets (by serson carried out the valuation produced for purposes of investor subscri	nation Filed y value) was valued by a <i>person</i> , such as an a	han one administrator, you administrator, that is not cluding obtaining any calculations (including
7. Di yo 2° In re al	Does the <i>private fund</i> use an administration of the answer to question 26. (a) is "ye must complete questions (b) through the formula of the private puring your last fiscal year, what percentation are related person? Clude only those assets where (i) such private puring the private puring your last fiscal year, what percentation is the private puring your last fiscal year, what percentation is the private puring your last fiscal year, what percentation is the private puring your last fiscal year, what percentation is the private puring your last fiscal year, what percentation is the private puring your last fiscal year, what percentation is the private puring your last fiscal year, what percentation is the private puring your last fiscal year, what percentation is the private puring your last fiscal year, what percentation is the private puring your last fiscal year, what percentation is the private puring your last fiscal year, what percentation is the private puring your last fiscal year, what percentation is the private puring your last fiscal year, what percentation is the private puring your last fiscal year, what percentation is the private puring your last fiscal year, what percentation is the private puring your last fiscal year.	respond to questions (b) through, respond to questions (b) through, respond to questions (b) through, responding to the private fund's assets (by the private out the valuation produced for purposes of investor subscriby such person.	nation Filed y value) was valued by a <i>person</i> , such as an a rocedure established for that asset, if any, inciptions, redemptions or distributions, and fee	han one administrator, you administrator, that is not cluding obtaining any calculations (including
7. Di yo 2° In re al) Does the <i>private fund</i> use an administration of the answer to question 26. (a) is "ye must complete questions (b) through the four related person? Clude only those assets where (i) such particular quotes, and (ii) the valuation use locations) was the valuation determined there The private fund use the services You must answer "yes" whether the particular person. If the answer to question is "yes" whether the particular person. If the answer to question is "yes" whether the particular person.	respond to questions (b) through separately for each administrate. No Information of the private fund's assets (by serson carried out the valuation produced for purposes of investor subscrible by such person. of someone other than you or your serson acts as a placement agent, on 28. (a) is "yes," respond to que	nation Filed y value) was valued by a <i>person</i> , such as an a rocedure established for that asset, if any, inciptions, redemptions or distributions, and fee	han one administrator, you administrator, that is not cluding obtaining any calculations (including Yes Notes or or other solicitor, or narketer the private fund
7. Di yo 2° In re al) Does the <i>private fund</i> use an administration of the answer to question 26. (a) is "ye must complete questions (b) through the four related person? Clude only those assets where (i) such person quotes, and (ii) the valuation use locations) was the valuation determined there The four related person? Does the private fund use the services you must answer "yes" whether the person. If the answer to question is the private fund use the services are the person. If the answer to question is the private fund use the services are the person. If the answer to question is the person is the private fund use the services are the person. If the answer to question is the person is the private fund use the services are the person. If the answer to question is the person is the person is the person is the person in the person is the person is the person in the person is the person in the person is the person in the person is the person is the person in the person is the person is the person is the person is the person in the person is	respond to questions (b) through separately for each administrate. No Information No Information Provided in the private fund's assets (by the private out the valuation provided in the private of someone of investor subscrible by such person. of someone other than you or you person acts as a placement agent, on 28. (a) is "yes," respond to que an one marketer you must comple	nation Filed y value) was valued by a <i>person</i> , such as an a rocedure established for that asset, if any, incipations, redemptions or distributions, and fee our <i>employees</i> for marketing purposes? consultant, finder, introducer, municipal advicestions (b) through (g) below for each such marketing purposes.	han one administrator, you administrator, that is not cluding obtaining any calculations (including Yes Notes or or other solicitor, or narketer the private fund

Informa

- 1. (a) Name of the private fund:
 - SAPPHIRE VENTURES FUND VI, L.P.
 - (b) Private fund identification number: (include the "805-" prefix also) 805-4516032437

2.	Under the laws of what state or country is the <i>private fund</i> organized:		
	State: Country:		
	Delaware United States		
3.	(a) Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity):		
	Name of General Partner, Manager, Trustee, or Director		
	SAPPHIRE VENTURES (GPE) VI, L.P.		
	(b) If filing an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.		
	No Information Filed		
4.	The private fund (check all that apply; you must check at least one):		
4.	(1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940		
	(2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940		
5.	List the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.		
	No Information Filed		
		Yes	No
6.	(a) Is this a "master fund" in a master-feeder arrangement?	0	•
	(b) If yes, what is the name and private fund identification number (if any) of the feeder funds investing in this private fund?		
	No Information Filed		
		Yes	No
	(c) Is this a "feeder fund" in a master-feeder arrangement?	0	⊙
	(d) If yes, what is the name and <i>private fund</i> identification number (if any) of the master fund in which this <i>private fund</i> invests? Name of <i>private fund</i> :		
	Private fund identification number: (include the "805-" prefix also)		
	NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section 7 for the master-feeder arrangement or reporting on the funds separately.	¹.B.(¹	1)
7.	If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for the feeder funds answer the following questions:	each	า of
	No Information Filed		
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially all assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it is multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.		
		Yes	No
8.	(a) Is this private fund a "fund of funds"?	\circ	\odot
	NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.		
	(b) If yes, does the private fund invest in funds managed by you or by a related person?	0	0
		Yes	Nο
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?		•
10	What type of fund is the <i>private fund</i> ?		
10.		- 6	
	C hedge fund C liquidity fund C private equity fund C real estate fund C securitized asset fund © venture capital fund C Other <i>private</i>	e run	a:

NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.

11.	Current gross asset value of the <i>private fund</i> : \$ 1,714,459,147		
<u>Ow</u>	<u>nership</u>		
12.	Minimum investment commitment required of an investor in the <i>private fund</i> : \$ 1,750,000,000 NOTE: Report the amount routinely required of investors who are not your <i>related persons</i> (even if different from the amount set for organizational documents of the fund).	th in the	
13.	Approximate number of the <i>private fund's</i> beneficial owners:		
14.	What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> : 1%		
15.	(a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds: 0%		
	(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to <i>qualified clients</i> ?	Yes ⊙	No O
16.	What is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> : 99%		
You	ur Advisory Services		
17.	(a) Are you a subadviser to this <i>private fund</i>?(b) If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the <i>private fund</i>. If the question 17.(a) is "no," leave this question blank.	Yes O answer to	No ©
	No Information Filed		
18.	(a) Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) advise the <i>private fund</i>?(b) If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private fund</i> to question 18.(a) is "no," leave this question blank.	Yes O ! If the answ	•
	No Information Filed		
19.	Are your <i>clients</i> solicited to invest in the <i>private fund</i> ? NOTE: For purposes of this question, do not consider feeder funds of the private fund.	Yes O	No ©
20.	Approximately what percentage of your <i>clients</i> has invested in the <i>private fund</i> ? 0%		
<u>Priv</u>	vate Offering		
21.	Has the <i>private fund</i> ever relied on an exemption from registration of its securities under Regulation D of the Securities Act of 1933?	Yes Ö	No ©
22.	If yes, provide the <i>private fund's</i> Form D file number (if any): No Information Filed		
B. SI	ERVICE PROVIDERS		
Auc	<u>ditors</u>	Ves	. No
23.	(a) (1) Are the <i>private fund's</i> financial statements subject to an annual audit?	· ·	0
	(2) If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?	•	0
	If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one you must complete questions (b) through (f) separately for each auditing firm.	auditing firm	1,

If the answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more firm, you must complete questions (b) through (f) separately for each auditing firm.	ore than one auditing	
(b) Name of the auditing firm: KPMG, LLP		
(c) The location of the auditing firm's office responsible for the <i>private fund's</i> audit (city, state and country):		
City: State: Country: GRAND CAYMAN Cayman Islands		
(d) Is the auditing firm an independent public accountant?	Yes N	
(e) Is the auditing firm registered with the Public Company Accounting Oversight Board?	· (
		,
If yes, Public Company Accounting Oversight Board-Assigned Number: 185		
(f) If "yes" to (e) above, is the auditing firm subject to regular inspection by the Public Company Accounting Oversia accordance with its rules?	ght Board in 👩 🤇)
	Yes	N
	e fund's 👩	C
investors?	ain unqualified opinions´	?
investors?	ain unqualified opinions′	?
investors? Do all of the reports prepared by the auditing firm for the private fund since your last annual updating amendment cont.		
investors? Do all of the reports prepared by the auditing firm for the <i>private fund</i> since your last <i>annual updating amendment</i> conto Yes O No O Report Not Yet Received If you check "Report Not Yet Received," you must promptly file an amendment to your Form ADV to update your response where the private fund since your last annual updating amendment conto	when the report is availab	ole
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investors? Do all of the reports prepared by the auditing firm for the <i>private fund</i> since your last <i>annual updating amendment</i> cont. Yes O No O Report Not Yet Received If you check "Report Not Yet Received," you must promptly file an amendment to your Form ADV to update your response to the private fund use one or more prime brokers? If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the private fund uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker. Additional Prime Broker Information: 2 Record(s) Filed. If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the private fund uses more than one prime broker, you must complete questions (b) through (e) separately for each prime private fund uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker the private fund uses more than one prime broker. MERRILL LYNCH, PIERCE, FENNER & SMITH INCORPORATED (c) If the prime broker is registered with the SEC, its registration number: 8 - 7221 CRD Number (if any): 7691 (d) Location of prime broker's office used principally by the private fund (city, state and country):	when the report is available Yes The fund uses. If the private fund uses. If the	ole N
Investors? Do all of the reports prepared by the auditing firm for the <i>private fund</i> since your last <i>annual updating amendment</i> cont. © Yes © No © Report Not Yet Received If you check "Report Not Yet Received," you must promptly file an amendment to your Form ADV to update your response to the private fund use one or more prime brokers? If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the private fund uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker. Additional Prime Broker Information: 2 Record(s) Filed. If the answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the private fund uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker the private fund uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker: MERRILL LYNCH, PIERCE, FENNER & SMITH INCORPORATED (c) If the prime broker is registered with the SEC, its registration number: 8 - 7221 CRD Number (if any): 7691	when the report is available Yes The fund uses. If the private fund uses. If the	ole N
Investors? Do all of the reports prepared by the auditing firm for the private fund since your last annual updating amendment cont. © Yes © No © Report Not Yet Received If you check "Report Not Yet Received," you must promptly file an amendment to your Form ADV to update your response of the private fund use one or more prime brokers? Does the private fund use one or more prime brokers? If the answer to question 24. (a) is "yes," respond to questions (b) through (e) below for each prime broker the private fund uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker Additional Prime Broker Information: 2 Record(s) Filed. If the answer to question 24. (a) is "yes," respond to questions (b) through (e) below for each prime broker the private fund uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker the private fund uses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker the private fund the prime broker is registered with the SEC, its registration number: 8 - 7221 CRD Number (if any): 7691 (d) Location of prime broker's office used principally by the private fund (city, state and country): City: State: Country:	when the report is available Yes The fund uses. If the private fund uses. If the	N C

(b) Name of the prime broker:

MORGAN STANLEY

149777			
(d) Location of prime broker's of	ffice used principally by the <i>privat</i>	e fund (city, state and country):	
City:	State: California	Country: United States	
MENLO PARK	Camorna	United States	Υ
(e) Does this prime broker act a	es custodian for some or all of the	private fund's assets?	(
ı <u>n</u>			
		ers listed above) to hold some or all of its assets?	
•	•	through (g) below for each custodian the <i>private fund</i> rough (g) separately for each custodian.	uses. If the <i>pri</i>
Additional Custodian Informatio	n : 3 Record(s) Filed.		
		b) through g) below for each custodian the <i>private fun</i>	d uses. If the p
fund uses more than one custod	ian, you must complete questions	s (b) through (g) separately for each custodian.	
(b) Legal name of custodian:			
MERRILL LYNCH, PIERCE, FE	NNER & SMITH INCORPORATED		
(c) Primary business name of cu	ustodian:		
MERRILL LYNCH, PIERCE, FEI	NNER & SMITH INCORPORATED		
(d) The location of the custodia	n's office responsible for <i>custody</i> (of the <i>private fund's</i> assets (city, state and country):	
City:	State:	Country:	
SAN FRANCISCO	California	United States	
(e) Is the custodian a related pe	erson of your firm?		Y
(c) 13 the distolation a related pe	arson or your min.		(
(f) If the custodian is a broker-	dealer, provide its SEC registratio	n number (if any):	
8 - 7221			
CRD Number (if any): 7691			
(g) If the custodian is not a brownidentifier (if any)	ker-dealer, or is a broker-dealer l	out does not have an SEC registration number, provid	e its <i>legal entit</i> y
identifier (ii dily)			
If the answer to question 25.(a)	is "yes," respond to questions (b	b) through g) below for each custodian the <i>private fun</i>	d uses. If the p
fund uses more than one custod	ian, you must complete questions	s (b) through (g) separately for each custodian.	
(b) Legal name of custodian:			
MORGAN STANLEY SMITH BA	RNEY LLC		
() 5.			
(c) Primary business name of cu MORGAN STANLEY	ustodian:		
	,	of the <i>private fund's</i> assets (city, state and country):	
City: MENLO PARK	State: California	Country: United States	
			Υ
	erson of your firm?		

	CRD Number (if any): 149777			
	(g) If the custodian is not a broker-of identifier (if any)	dealer, or is a broker-dealer but de	oes not have an SEC registration number, provide	its legal entity
	•	•	ough g) below for each custodian the <i>private fund</i> through (g) separately for each custodian.	uses. If the private
	(b) Legal name of custodian: SILICON VALLEY BANK			
	(c) Primary business name of custod SILICON VALLEY BANK	dian:		
	(d) The location of the custodian's o	ffice responsible for <i>custody</i> of the	e private fund's assets (city, state and country):	
	City:	State:	Country:	
	MENLO PARK	California	United States	Yes No
	(e) Is the custodian a related person	of your firm?		0 ⊙
	(f) If the custodian is a broker-deale	er, provide its SEC registration nur	nber (if any):	
	-			
	CRD Number (if any):			
	(g) If the custodian is not a broker-of identifier (if any)	dealer, or is a broker-dealer but d	pes not have an SEC registration number, provide	its <i>legal entity</i>
	0K2D5AK28E05CC06E35			
Admini	istrator			
26. (a)	Does the <i>private fund</i> use an administr	ator other than your firm?		Yes N
()	·	s," respond to questions (b) throu	gh (f) below. If the <i>private fund</i> uses more than or or.	
		No Inform	ation Filed	
	ur related person?	ge of the <i>private fund's</i> assets (by	value) was valued by a <i>person</i> , such as an admini	istrator, that is not
Ind rel	clude only those assets where (i) such $ ho$	d for purposes of investor subscrip	ocedure established for that asset, if any, including otions, redemptions or distributions, and fee calcul	
Market	ters et al.			
28. (a)	Does the <i>private fund</i> use the services	of someone other than you or you	ur <i>employees</i> for marketing purposes?	Yes N
_ (a)	You must answer "yes" whether the p	erson acts as a placement agent, o	consultant, finder, introducer, municipal advisor or	other solicitor, or
	·		tions (b) through (g) below for each such markete e questions (b) through (g) separately for each m	·
		No Inform	ation Filed	

Info	ormation About the <i>Private Fund</i>		
1.	(a) Name of the <i>private fund</i> : SAPPHIRE VENTURES FUND VII, L.P.		
	(b) <i>Private fund</i> identification number: (include the "805-" prefix also)		
	805-9914438990		
2.	Under the laws of what state or country is the <i>private fund</i> organized:		
۷.	State: Country:		
	Delaware United States		
3.	(a) Name(s) of General Partner, Manager, Trustee, or Directors (or <i>persons</i> serving in a similar capacity):		
0.	Name of General Partner, Manager, Trustee, or Director		
	SAPPHIRE VENTURES (GPE) VII, L.P.		
	(b) If filing an umbrella registration, identify the filing adviser and/or relying adviser(s) that sponsor(s) or manage(s) this private fund.		
	No Information Filed		
4.	The private fund (check all that apply; you must check at least one):		
	(1) qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940		
	(2) qualifies for the exclusion from the definition of investment company under section 3(c)(7) of the Investment Company Act of 1940		
5.	List the name and country, in English, of each foreign financial regulatory authority with which the private fund is registered.		
	No Information Filed		
,			No.
6.	(a) Is this a "master fund" in a master-feeder arrangement?	0	⊙
	(b) If yes, what is the name and <i>private fund</i> identification number (if any) of the feeder funds investing in this <i>private fund</i> ?		
	No Information Filed		
		Yes	. No
	(c) Is this a "feeder fund" in a master-feeder arrangement?	0	•
	(d) If yes, what is the name and private fund identification number (if any) of the master fund in which this private fund invests?		
	Name of private fund:		
	Private fund identification number:		
	(include the "805-" prefix also)		
	NOTE: You must complete question 6 for each master-feeder arrangement regardless of whether you are filing a single Schedule D, Section	ı 7.B.((1)
	for the master-feeder arrangement or reporting on the funds separately.		
7.	If you are filing a single Schedule D, Section 7.B.(1) for a master-feeder arrangement according to the instructions to this Section 7.B.(1), for the feeder funds answer the following questions:	or eacl	h of
	No Information Filed		
	NOTE: For purposes of questions 6 and 7, in a master-feeder arrangement, one or more funds ("feeder funds") invest all or substantially a assets in a single fund ("master fund"). A fund would also be a "feeder fund" investing in a "master fund" for purposes of this question if it multiple classes (or series) of shares or interests, and each class (or series) invests substantially all of its assets in a single master fund.		
		Yes	No
8.	(a) Is this <i>private fund</i> a "fund of funds"?	0	•
	NOTE: For purposes of this question only, answer "yes" if the fund invests 10 percent or more of its total assets in other pooled investment vehicles, regardless of whether they are also <i>private funds</i> or registered investment companies.	ıt	
	(b) If yes, does the private fund invest in funds managed by you or by a related person?	0	0
		Vac	. No
9.	During your last fiscal year, did the <i>private fund</i> invest in securities issued by investment companies registered under the Investment		. NO

	Company Act of 1940 (other than "money market funds," to the extent provided in Instruction 6.e.)?		
10.	. What type of fund is the <i>private fund</i> ?		
	C hedge fund C liquidity fund C private equity fund C real estate fund C securitized asset fund venture capital fund C Other priv	ate fund	1 :
	NOTE: For definitions of these fund types, please see Instruction 6 of the Instructions to Part 1A.		
11.	. Current gross asset value of the <i>private fund</i> : \$ 1,256,250		
<u>Ow</u>	vnership		
12.	. Minimum investment commitment required of an investor in the <i>private fund</i> :		
	\$ 1,250,000,000 NOTE: Report the amount routinely required of investors who are not your related persons (even if different from the amount set forth in the organizational documents of the fund).	ne	
13.	. Approximate number of the <i>private fund's</i> beneficial owners:		
14.	. What is the approximate percentage of the <i>private fund</i> beneficially owned by you and your <i>related persons</i> :		
15.	. (a) What is the approximate percentage of the <i>private fund</i> beneficially owned (in the aggregate) by funds of funds: 0%		
	(b) If the private fund qualifies for the exclusion from the definition of investment company under section 3(c)(1) of the Investment Company Act of 1940, are sales of the fund limited to qualified clients?	Yes ©	
16.	. What is the approximate percentage of the <i>private fund</i> beneficially owned by non- <i>United States persons</i> : 99%		
<u> Υοι</u>	ur Advisory Services		
17	. (a) Are you a subadviser to this <i>private fund</i> ?	Yes	
17.	(b) If the answer to question 17.(a) is "yes," provide the name and SEC file number, if any, of the adviser of the private fund. If the answer question 17.(a) is "no," leave this question blank.		•
	No Information Filed		
		Yes	No
18.	(a) Do any investment advisers (other than the investment advisers listed in Section 7.B.(1).A.3.(b)) advise the <i>private fund</i> ? (b) If the answer to question 18.(a) is "yes," provide the name and SEC file number, if any, of the other advisers to the <i>private fund</i> . If the		⊙ er
	(b) If the diswer to question reliable yes, provide the hame and see the hamber, if any, or the other advisors to the private rana. If the		
	to question 18.(a) is "no," leave this question blank.		
10	to question 18.(a) is "no," leave this question blank. No Information Filed	Yes	
19.	to question 18.(a) is "no," leave this question blank.	Yes	No ©
	to question 18.(a) is "no," leave this question blank. No Information Filed Are your <i>clients</i> solicited to invest in the <i>private fund</i> ?	Yes	
20.	to question 18.(a) is "no," leave this question blank. No Information Filed No Information Filed NoTE: For purposes of this question, do not consider feeder funds of the private fund. Approximately what percentage of your clients has invested in the private fund?	Yes	
20. Pri	to question 18.(a) is "no," leave this question blank. No Information Filed Are your clients solicited to invest in the private fund? NOTE: For purposes of this question, do not consider feeder funds of the private fund. Approximately what percentage of your clients has invested in the private fund? 0% ivate Offering	Yes	•
20.	to question 18.(a) is "no," leave this question blank. No Information Filed No Information Filed Are your clients solicited to invest in the private fund? NOTE: For purposes of this question, do not consider feeder funds of the private fund. Approximately what percentage of your clients has invested in the private fund? 0%	Yes O Yes	•
20. Pri	to question 18.(a) is "no," leave this question blank. No Information Filed Are your clients solicited to invest in the private fund? NOTE: For purposes of this question, do not consider feeder funds of the private fund. Approximately what percentage of your clients has invested in the private fund? 0% ivate Offering	Yes O Yes	€

ors		Yes
(a) (1)	Are the private fund's financial statements subject to an annual audit?	0
(2)	If the answer to question 23.(a)(1) is "yes," are the financial statements prepared in accordance with U.S. GAAP?	0
	he answer to question 23.(a)(1) is "yes," respond to questions (b) through (h) below. If the <i>private fund</i> uses more than one auditing must complete questions (b) through (f) separately for each auditing firm.	g firm,
	No Information Filed	
-	the <i>private fund's</i> audited financial statements for the most recently completed fiscal year distributed to the <i>private fund's</i>	Yes
	estors? all of the reports prepared by the auditing firm for the <i>private fund</i> since your last <i>annual updating amendment</i> contain unqualified op	inions?
	Yes O No O Report Not Yet Received	
	ou check "Report Not Yet Received," you must promptly file an amendment to your Form ADV to update your response when the report is	availab
e Brok	<u>er</u>	.,
a) Doe	es the <i>private fund</i> use one or more prime brokers?	Yes
If th	he answer to question 24.(a) is "yes," respond to questions (b) through (e) below for each prime broker the <i>private fund</i> uses. If the duses more than one prime broker, you must complete questions (b) through (e) separately for each prime broker.	
If th	No Information Filed es the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold some or all of its assets? the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the <i>private fund</i> uses.	Yes ⊙ ivate fu
(a) Doe If the	es the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold some or all of its assets? The answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the <i>pr</i> is more than one custodian, you must complete questions (b) through (g) separately for each custodian.	•
(a) Doe If the	es the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold some or all of its assets? The answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the <i>pr</i>	•
(a) Doe If the use	es the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold some or all of its assets? The answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the <i>pr</i> is more than one custodian, you must complete questions (b) through (g) separately for each custodian.	⊙ ivate fu
(a) Doe If the use	es the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold some or all of its assets? The answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the <i>price is</i> more than one custodian, you must complete questions (b) through (g) separately for each custodian. The answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If the private fund uses.	⊙ ivate fu
(a) Doe If the use	es the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold some or all of its assets? The answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the <i>private fund</i> uses are than one custodian, you must complete questions (b) through (g) separately for each custodian. The answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If the <i>pund</i> uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. Description: Legal name of custodian: SILICON VALLEY BANK	⊙ ivate fu
(a) Doe If the use Ad	es the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold some or all of its assets? the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the <i>pr</i> is more than one custodian, you must complete questions (b) through (g) separately for each custodian. ditional Custodian Information: 1 Record(s) Filed. If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If the pund uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. So Legal name of custodian: SILICON VALLEY BANK	⊙ ivate fu
(a) Doe If the use Ad	es the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold some or all of its assets? The answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the <i>pr</i> is more than one custodian, you must complete questions (b) through (g) separately for each custodian. If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If the <i>private</i> uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. Description Legal name of custodian: SILICON VALLEY BANK The location of the custodian's office responsible for <i>custody</i> of the <i>private fund</i> 's assets (city, state and country): City: State: Country:	⊙ ivate fu
(a) Doe If the use Ad	es the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold some or all of its assets? the answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the <i>prise</i> smore than one custodian, you must complete questions (b) through (g) separately for each custodian. ditional Custodian Information: 1 Record(s) Filed. The answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If the pund uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. Discussional Legal name of custodian: SILICON VALLEY BANK Discussional Primary business name of custodian: SILICON VALLEY BANK Discussional Primary business name of custodian: SILICON VALLEY BANK Discussional Primary business name of custodian: SILICON VALLEY BANK Discussional Private fund's assets (city, state and country): City: State: Country: MENLO PARK California United States	⊙ ivate fu
(a) Doe If the use Add	es the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold some or all of its assets? The answer to question 25. (a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the <i>price is more</i> than one custodian, you must complete questions (b) through (g) separately for each custodian. The answer to question 25. (a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If the private uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. Description of the custodian: SILICON VALLEY BANK The location of the custodian's office responsible for <i>custody</i> of the <i>private fund</i> 's assets (city, state and country): City: State: Country: MENLO PARK California United States	ivate fu
(a) Doe If the use Add	es the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold some or all of its assets? The answer to question 25.(a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the <i>pr</i> is more than one custodian, you must complete questions (b) through (g) separately for each custodian. The answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If the <i>private</i> uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. Description of custodian: SILICON VALLEY BANK The location of the custodian's office responsible for <i>custody</i> of the <i>private fund</i> 's assets (city, state and country): City: State: Country: MENLO PARK California United States	ivate fu
(a) Doe If the use Ad If for the control of the con	es the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold some or all of its assets? The answer to question 25. (a) is "yes," respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the <i>price is more than one custodian, you must complete questions</i> (b) through (g) separately for each custodian. The answer to question 25. (a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If the <i>private fund</i> uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. Description of custodian: SILICON VALLEY BANK The location of the custodian's office responsible for <i>custody</i> of the <i>private fund</i> 's assets (city, state and country): City: State: Country: MENICO PARK California United States	ivate fu
(a) Doe If the use Ad If for (b) (c) (c) (c) (c) (d)	es the <i>private fund</i> use any custodians (including the prime brokers listed above) to hold some or all of its assets? the answer to question 25.(a) is "yes." respond to questions (b) through (g) below for each custodian the <i>private fund</i> uses. If the prismore than one custodian, you must complete questions (b) through (g) separately for each custodian. ditional Custodian Information: 1 Record(s) Filed. If the answer to question 25.(a) is "yes," respond to questions (b) through g) below for each custodian the <i>private fund</i> uses. If the pure fund uses more than one custodian, you must complete questions (b) through (g) separately for each custodian. Description of custodian: SILICON VALLEY BANK If the custodian of the custodian's office responsible for <i>custody</i> of the <i>private fund's</i> assets (city, state and country): City: State: Country: MENLO PARK California United States If the private fund's assets (city, state and country): If the custodian a <i>related person</i> of your firm?	ivate fu

		must complete questions (b) through (f) separately for each administrator.
		No Information Filed
.7.		ing your last fiscal year, what percentage of the <i>private fund's</i> assets (by value) was valued by a <i>person</i> , such as an administrator, that is no r <i>related person</i> ?
	Inclu	ude only those assets where (i) such <i>person</i> carried out the valuation procedure established for that asset, if any, including obtaining any vant quotes, and (ii) the valuation used for purposes of investor subscriptions, redemptions or distributions, and fee calculations (including cations) was the valuation determined by such <i>person</i> .
<u>/lai</u>	<u>rkete</u>	e <u>rs</u> Yes
8.	(a)	Does the <i>private fund</i> use the services of someone other than you or your <i>employees</i> for marketing purposes?
		You must answer "yes" whether the <i>person</i> acts as a placement agent, consultant, finder, introducer, municipal advisor or other solicitor, or similar <i>person</i> . If the answer to question 28.(a) is "yes," respond to questions (b) through (g) below for each such marketer the <i>private fund</i> uses. If the <i>private fund</i> uses more than one marketer you must complete questions (b) through (g) separately for each marketer.
		No Information Filed

SECTION 7.B.(2) Private Fund Reporting

No Information Filed

Item 8 Participation or Interest in Client Transactions

In this Item, we request information about your participation and interest in your *clients*' transactions. This information identifies additional areas in which conflicts of interest may occur between you and your *clients*. Newly-formed advisers should base responses to these questions on the types of participation and interest that you expect to engage in during the next year.

Like Item 7, Item 8 requires you to provide information about you and your related persons, including foreign affiliates.

Pro	priet	ary Interest in <i>Client</i> Transactions		
۵.	Do y	you or any <i>related person</i> :	Yes	No
	(1)	buy securities for yourself from advisory clients, or sell securities you own to advisory clients (principal transactions)?	0	\odot
	(2)	buy or sell for yourself securities (other than shares of mutual funds) that you also recommend to advisory clients?	0	\odot
	(3)	recommend securities (or other investment products) to advisory <i>clients</i> in which you or any <i>related person</i> has some other proprietary (ownership) interest (other than those mentioned in Items 8.A.(1) or (2))?	0	•
Sal	es In	terest in Client Transactions		
В.	Do y	you or any <i>related person</i> :	Yes	No
	(1)	as a broker-dealer or registered representative of a broker-dealer, execute securities trades for brokerage customers in which advisory client securities are sold to or bought from the brokerage customer (agency cross transactions)?	0	•
	(2)	recommend to advisory <i>clients</i> , or act as a purchaser representative for advisory <i>clients</i> with respect to, the purchase of securities for which you or any <i>related person</i> serves as underwriter or general or managing partner?	•	0
	(3)	recommend purchase or sale of securities to advisory <i>clients</i> for which you or any <i>related person</i> has any other sales interest (other than the receipt of sales commissions as a broker or registered representative of a broker-dealer)?	0	•
Inv	estm	nent or Brokerage Discretion		
С.	Do y	you or any related person have discretionary authority to determine the:	Yes	No
	(1)	securities to be bought or sold for a <i>client's</i> account?	\odot	\circ
	(2)	amount of securities to be bought or sold for a client's account?	\odot	\circ
	(3)	broker or dealer to be used for a purchase or sale of securities for a client's account?	\odot	\circ
	(4)	commission rates to be paid to a broker or dealer for a <i>client's</i> securities transactions?	•	0
D.	If y	ou answer "yes" to C.(3) above, are any of the brokers or dealers related persons?	0	•
E.	Do y	you or any related person recommend brokers or dealers to clients?	0	•
F.	If y	ou answer "yes" to E. above, are any of the brokers or dealers related persons?	0	•
G.	(1)	Do you or any <i>related person</i> receive research or other products or services other than execution from a broker-dealer or a third party ("soft dollar benefits") in connection with <i>client</i> securities transactions?	0	•
	(2)	If "yes" to G.(1) above, are all the "soft dollar benefits" you or any <i>related persons</i> receive eligible "research or brokerage services" under section 28(e) of the Securities Exchange Act of 1934?	0	0
Н.	(1)	Do you or any related person, directly or indirectly, compensate any person that is not an employee for client referrals?	0	•
	(2)	Do you or any <i>related person</i> , directly or indirectly, provide any <i>employee</i> compensation that is specifically related to obtaining <i>clients</i> for the firm (cash or non-cash compensation in addition to the <i>employee's</i> regular salary)?	0	•
l.		you or any related person, including any employee, directly or indirectly, receive compensation from any person (other than you or any related son) for client referrals?	0	•
	In y	our response to Item 8.1., do not include the regular salary you pay to an employee.		
	fron	esponding to Items 8.H. and 8.I., consider all cash and non-cash compensation that you or a related person gave to (in answering Item 8.H.) or re n (in answering Item 8.I.) any person in exchange for client referrals, including any bonus that is based, at least in part, on the number or amount rrals.		

Item 9 Custody

In this Item, we ask you whether you or a *related person* has *custody* of *client* (other than *clients* that are investment companies registered under the Investment Company Act of 1940) assets and about your custodial practices.

A. (1) Do you have *custody* of any advisory *clients'*:

Yes No

 \circ

 \odot

(a) cash or bank accounts?

	(b) securities?		0	•
	directly from your clients' accounts, or	n the SEC, answer "No" to Item 9.A.(1)(a) and (b) if you have custody solely because (i) you deduct your advis (ii) a related person has custody of client assets in connection with advisory services you provide to clients, bu you are not operationally independent (pursuant to Advisers Act rule 206(4)-2(d)(5)) from the related person.	-	
	(2) If you checked "yes" to Item 9.A. you have <i>custody</i> :	.(1)(a) or (b), what is the approximate amount of <i>client</i> funds and securities and total number of <i>clients</i> fo	r whic	:h
	U.S. Dollar Amount	Total Number of Clients		
	(a) \$	(b)		
	include the amount of those assets and	In the SEC and you have custody solely because you deduct your advisory fees directly from your clients' account the number of those clients in your response to Item 9.A.(2). If your related person has custody of client as provide to clients, do not include the amount of those assets and number of those clients in your response to ur response to Item 9.B.(2).	sets in	7
B.	(1) In connection with advisory serv	ices you provide to <i>clients</i> , do any of your <i>related persons</i> have <i>custody</i> of any of your advisory <i>clients'</i> :	Yes	s No
	(a) cash or bank accounts?		•	0
	(b) securities?		•	0
	You are required to answer this item re	egardless of how you answered Item 9.A.(1)(a) or (b).		
	(2) If you checked "yes" to Item 9.B. your <i>related persons</i> have <i>custod</i>	.(1)(a) or (b), what is the approximate amount of <i>client</i> funds and securities and total number of <i>clients</i> fo ly:	r whic	:h
	U.S. Dollar Amount	Total Number of Clients		
	(a) \$ 5,742,147,176	(b) 18		
C.	If you or your <i>related persons</i> have <i>cu</i> that apply:	ustody of client funds or securities in connection with advisory services you provide to clients, check all the		⁄ing
	(1) A qualified custodian(s) sends ac	ccount statements at least quarterly to the investors in the pooled investment vehicle(s) you manage.		
	(2) An <i>independent public accountant</i> are distributed to the investors i	audits annually the pooled investment vehicle(s) that you manage and the audited financial statements in the pools.	V	
		conducts an annual surprise examination of <i>client</i> funds and securities.		
	(4) An independent public accountant are qualified custodians for client	prepares an internal control report with respect to custodial services when you or your $related\ persons$ t funds and securities.		
	an internal control report. (If you check	c. (4), list in Section 9.C. of Schedule D the accountants that are engaged to perform the audit or examination or ked Item 9.C. (2), you do not have to list auditor information in Section 9.C. of Schedule D if you already provide funds you advise in Section 7.B. (1) of Schedule D).		
D.	•	s qualified custodians for your clients in connection with advisory services you provide to clients?	Yes	s No
	(1) you act as a qualified custodian		0	\odot
	(2) your related person(s) act as qua	lified custodian(s)	0	⊙
	•	all related persons that act as qualified custodians (other than any mutual fund transfer agent pursuant to rule Section 7.A. of Schedule D, regardless of whether you have determined the related person to be operationally in tt.		dent
E.	If you are filing your annual updating a fiscal year, provide the date (MM/YYYY)	amendment and you were subject to a surprise examination by an <i>independent public accountant</i> during you have subject to a surprise examination by an <i>independent public accountant</i> during you have subject to a surprise examination by an <i>independent public accountant</i> during you	our las	t
F.	·	ustody of client funds or securities, how many persons, including, but not limited to, you and your related pe Is in connection with advisory services you provide to clients?	ersons,	, act
SEC	TION 9.C. Independent Public Accou	untant		
	,	No Information Filed		
Itor	n 10 Control Persons			

In this Item, we ask you to identify every person that, directly or indirectly, controls you. If you are filing an umbrella registration, the information in Item 10

sho	uld be provided for the <i>filing adviser</i> only.		
and	you are submitting an initial application or report, you must complete Schedule A and Schedule B. Schedule A asks for information about your directly executive officers. Schedule B asks for information about your indirect owners. If this is an amendment and you are updating information you receither Schedule A or Schedule B (or both) that you filed with your initial application or report, you must complete Schedule C.		
		Yes	No
A.	Does any <i>person</i> not named in Item 1.A. or Schedules A, B, or C, directly or indirectly, <i>control</i> your management or policies?	0	•
	If yes, complete Section 10.A. of Schedule D.		
B.	If any <i>person</i> named in Schedules A, B, or C or in Section 10.A. of Schedule D is a public reporting company under Sections 12 or 15(d) of the Se Exchange Act of 1934, please complete Section 10.B. of Schedule D.	curitie	es
SEC	TION 10.A. Control Persons		
	No Information Filed		
SEC	TION 10.B. <i>Control Person</i> Public Reporting Companies		
	No Information Filed		
Iten	n 11 Disclosure Information		
dete inve one	his Item, we ask for information about your disciplinary history and the disciplinary history of all your advisory affiliates. We use this information to ermine whether to grant your application for registration, to decide whether to revoke your registration or to place limitations on your activities a estment adviser, and to identify potential problem areas to focus on during our on-site examinations. One event may result in "yes" answers to resolve of the questions below. In accordance with General Instruction 5 to Form ADV, "you" and "your" include the filing adviser and all relying advisers brella registration.	as an more	than
of y	or advisory affiliates are: (1) all of your current employees (other than employees performing only clerical, administrative, support or similar functions of our officers, partners, or directors (or any person performing similar functions); and (3) all persons directly or indirectly controlling you or controlled ou are a "separately identifiable department or division" (SID) of a bank, see the Glossary of Terms to determine who your advisory affiliates are.		
follo disc calc	ou are registered or registering with the SEC or if you are an exempt reporting adviser, you may limit your disclosure of any event listed in Item 11 to to be owing the date of the event. If you are registered or registering with a state, you must respond to the questions as posed; you may, therefore, limit you closure to ten years following the date of an event only in responding to Items 11.A.(1), 11.A.(2), 11.B.(1), 11.B.(2), 11.D.(4), and 11.H.(1)(a). For purpose this ten-year period, the date of an event is the date the final order, judgment, or decree was entered, or the date any rights of appeal from prefers, judgments, or decrees lapsed.	ır boses	of
You	must complete the appropriate Disclosure Reporting Page ("DRP") for "yes" answers to the questions in this Item 11.		
Do	any of the events below involve you or any of your supervised persons?	Yes	No ⊙
For	"yee" answers to the following questions, complete a Criminal Action DDD:		
	"yes" answers to the following questions, complete a Criminal Action DRP:	Voc	No
Α.	In the past ten years, have you or any <i>advisory affiliate</i> :	-	
	(1) been convicted of or pled guilty or nolo contendere ("no contest") in a domestic, foreign, or military court to any felony?	0	⊙
	(2) been <i>charged</i> with any <i>felony</i> ?	0	⊙
	If you are registered or registering with the SEC, or if you are reporting as an exempt reporting adviser, you may limit your response to Item 11.A.(2) charges that are currently pending.	to	
B.	In the past ten years, have you or any <i>advisory affiliate</i> :		
Σ.	(1) been convicted of or pled guilty or nolo contendere ("no contest") in a domestic, foreign, or military court to a <i>misdemeanor</i> involving: investments or an <i>investment-related</i> business, or any fraud, false statements, or omissions, wrongful taking of property, bribery, perjury, forgery, counterfeiting, extortion, or a conspiracy to commit any of these offenses?	0	•
	(2) been charged with a misdemeanor listed in Item 11.B.(1)?	0	•
	If you are registered or registering with the SEC, or if you are reporting as an exempt reporting adviser, you may limit your response to Item 11.B.(2) charges that are currently pending.	to	
For	"yes" answers to the following questions, complete a Regulatory Action DRP:		
C.	Has the SEC or the Commodity Futures Trading Commission (CFTC) ever:	Yes	No
	(1) found you or any advisory affiliate to have made a false statement or omission?	0	\odot
	(2) found you or any advisory affiliate to have been involved in a violation of SEC or CFTC regulations or statutes?	0	•

	ther you meet the definition of "small business" or "small organization" under rule 0-7. ver this Item 12 only if you are registered or registering with the SEC and you indicated in response to Item 5.F.(2)(c) that you have regulat	tory ass	sets	3
The	112 Small Businesses SEC is required by the Regulatory Flexibility Act to consider the effect of its regulations on small entities. In order to do this, we need to dete	ermine		
1.	40 Cm - III Duning and a			
	(2) Are you or any advisory affiliate now the subject of any civil proceeding that could result in a "yes" answer to any part of Item 11.H.(1)?	0)	•
	(c) ever dismissed, pursuant to a settlement agreement, an <i>investment-related</i> civil action brought against you or any <i>advisory affiliate</i> a state or <i>foreign financial regulatory authority</i> ?	by C)	•
	(b) ever found that you or any advisory affiliate were involved in a violation of investment-related statutes or regulations?	0)	•
	(a) in the past ten years, enjoined you or any advisory affiliate in connection with any investment-related activity?	0)	•
H.	(1) Has any domestic or foreign court:	Υe	es	No
For	"yes" answers to the following questions, complete a Civil Judicial Action DRP:			
G.	Are you or any <i>advisory affiliate</i> now the subject of any regulatory <i>proceeding</i> that could result in a "yes" answer to any part of Item 11.C., 11.D., or 11.E.?	0)	0
F.	Has an authorization to act as an attorney, accountant, or federal contractor granted to you or any advisory affiliate ever been revoked or suspended?	0)	•
	(4) disciplined you or any advisory affiliate by expelling or suspending you or the advisory affiliate from membership, barring or suspending you or the advisory affiliate from association with other members, or otherwise restricting your or the advisory affiliate's activities?	ou C)	•
	(3) found you or any advisory affiliate to have been the cause of an investment-related business having its authorization to do business den suspended, revoked, or restricted?	iled, C)	•
	(2) found you or any advisory affiliate to have been involved in a violation of its rules (other than a violation designated as a "minor rule violation" under a plan approved by the SEC)?	0)	•
	(1) found you or any advisory affiliate to have made a false statement or omission?	0)	\odot
E.	Has any self-regulatory organization or commodities exchange ever:			
	(5) ever denied, suspended, or revoked your or any advisory affiliate's registration or license, or otherwise prevented you or any advisory affiliate, by order, from associating with an investment-related business or restricted your or any advisory affiliate's activity?	0)	•
	(4) in the past ten years, entered an order against you or any advisory affiliate in connection with an investment-related activity?	0)	•
	(3) ever <i>found</i> you or any <i>advisory affiliate</i> to have been a cause of an <i>investment-related</i> business having its authorization to do business denied, suspended, revoked, or restricted?	0)	•
	(2) ever found you or any advisory affiliate to have been involved in a violation of investment-related regulations or statutes?	0)	•
υ.	(1) ever found you or any advisory affiliate to have made a false statement or omission, or been dishonest, unfair, or unethical?	0)	•
D.	Has any other federal regulatory agency, any state regulatory agency, or any foreign financial regulatory authority:			
	(5) imposed a civil money penalty on you or any advisory affiliate, or ordered you or any advisory affiliate to cease and desist from any activity	у? С)	•
	(4) entered an order against you or any advisory affiliate in connection with investment-related activity?	0)	•
	(3) found you or any advisory affiliate to have been a cause of an investment-related business having its authorization to do business denie suspended, revoked, or restricted?	d, C)	•

under management of less than \$25 million. You are not required to answer this Item 12 if you are filing for initial registration as a state adviser, amending a current state registration, or switching from SEC to state registration.

For purposes of this Item 12 only:

- Total Assets refers to the total assets of a firm, rather than the assets managed on behalf of clients. In determining your or another person's total assets, you may use the total assets shown on a current balance sheet (but use total assets reported on a consolidated balance sheet with subsidiaries included, if that amount is larger).
- Control means the power to direct or cause the direction of the management or policies of a person, whether through ownership of securities, by contract, or otherwise. Any person that directly or indirectly has the right to vote 25 percent or more of the voting securities, or is entitled to 25 percent or more of the profits, of another *person* is presumed to *control* the other *person*.

	Yes No
A. Did you have total assets of \$5 million or more on the last day of your most recent fiscal year	° ° °
If "yes," you do not need to answer Items 12.B. and 12.C.	

- B. Do you:
 - (1) control another investment adviser that had regulatory assets under management (calculated in response to Item 5.F.(2)(c) of Form ADV) of \$25 million or more on the last day of its most recent fiscal year?
 - (2) control another person (other than a natural person) that had total assets of \$5 million or more on the last day of its most recent fiscal year?

- C. Are you:
 - (1) *controlled* by or under common *control* with another investment adviser that had regulatory assets under management (calculated in response to Item 5 F (2)(c) of Form ADV) of \$25 million or more on the last day of its most recent fiscal year?
 - response to Item 5.F.(2)(c) of Form ADV) of \$25 million or more on the last day of its most recent fiscal year?

 (2) controlled by or under common control with another person (other than a natural person) that had total assets of \$5 million or more on the

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Schedule A

Direct Owners and Executive Officers

- 1. Complete Schedule A only if you are submitting an initial application or report. Schedule A asks for information about your direct owners and executive officers. Use Schedule C to amend this information.
- 2. Direct Owners and Executive Officers. List below the names of:

last day of its most recent fiscal year?

- (a) each Chief Executive Officer, Chief Financial Officer, Chief Operations Officer, Chief Legal Officer, Chief Compliance Officer (Chief Compliance Officer is required if you are registered or applying for registration and cannot be more than one individual), director, and any other individuals with similar status or functions;
- (b) if you are organized as a corporation, each shareholder that is a direct owner of 5% or more of a class of your voting securities, unless you are a public reporting company (a company subject to Section 12 or 15(d) of the Exchange Act);

 Direct owners include any *person* that owns, beneficially owns, has the right to vote, or has the power to sell or direct the sale of, 5% or more of a class of your voting securities. For purposes of this Schedule, a *person* beneficially owns any securities: (i) owned by his/her child, stepchild, grandchild, parent, stepparent, grandparent, spouse, sibling, mother-in-law, father-in-law, son-in-law, daughter-in-law, brother-in-law, or sister-in-law, sharing the same residence; or (ii) that he/she has the right to acquire, within 60 days, through the exercise of any option, warrant, or right to purchase the security.
- (c) if you are organized as a partnership, <u>all</u> general partners and those limited and special partners that have the right to receive upon dissolution, or have contributed, 5% or more of your capital;
- (d) in the case of a trust that directly owns 5% or more of a class of your voting securities, or that has the right to receive upon dissolution, or has contributed, 5% or more of your capital, the trust and each trustee; and
- (e) if you are organized as a limited liability company ("LLC"), (i) those members that have the right to receive upon dissolution, or have contributed, 5% or more of your capital, and (ii) if managed by elected managers, all elected managers.
- 3. Do you have any indirect owners to be reported on Schedule B? OYes No
- 4. In the DE/FE/I column below, enter "DE" if the owner is a domestic entity, "FE" if the owner is an entity incorporated or domiciled in a foreign country, or "I" if the owner or executive officer is an individual.
- 5. Complete the Title or Status column by entering board/management titles; status as partner, trustee, sole proprietor, elected manager, shareholder, or member; and for shareholders or members, the class of securities owned (if more than one is issued).
- 6. Ownership codes are: NA less than 5% B 10% but less than 25% D 50% but less than 75%
 - A 5% but less than 10% C 25% but less than 50% E 75% or more
- 7. (a) In the *Control Person* column, enter "Yes" if the *person* has *control* as defined in the Glossary of Terms to Form ADV, and enter "No" if the *person* does not have *control*. Note that under this definition, most executive officers and all 25% owners, general partners, elected managers, and trustees are *control persons*.
 - (b) In the PR column, enter "PR" if the owner is a public reporting company under Sections 12 or 15(d) of the Exchange Act.
- (c) Complete each column.

FULL LEGAL NAME (Individuals:	DE/FE/I	Title or Status	Date Title or Status	Ownership	Control	PR	CRD No. If None: S.S. No. and
Last Name, First Name, Middle			Acquired	Code	Person		Date of Birth, IRS Tax No. or
Name)			MM/YYYY				Employer I D No.
MARAKOVIC, NINO, NIKOLA	I	MANAGING MEMBER, PARTNER, CHIEF EXECUTIVE OFFICER	08/2010	Е	Υ	N	2521342
DAS, JAYENDRA, [NMN]	I	PARTNER, PRESIDENT	01/2019	NA	Υ	N	6065601
SEVERO, ROBERT, F.	I	CHIEF COMPLIANCE OFFICER	01/2019	NA	Υ	N	6289701
JOHNSON, ABIGAIL, CATHERINE	I	PARTNER, CHIEF OPERATING OFFICER	01/2020	NA	Υ	N	7244526
HOHLMAN, CRISTINA, MARIE	1	CHIEF FINANCIAL OFFICER	10/2021	NA	Υ	N	7530096

Schedule B

Indirect Owners

- 1. Complete Schedule B only if you are submitting an initial application or report. Schedule B asks for information about your indirect owners; you must first complete Schedule A, which asks for information about your direct owners. Use Schedule C to amend this information.
- 2. Indirect Owners. With respect to each owner listed on Schedule A (except individual owners), list below:
 - (a) in the case of an owner that is a corporation, each of its shareholders that beneficially owns, has the right to vote, or has the power to sell or direct the sale of, 25% or more of a class of a voting security of that corporation;
 - For purposes of this Schedule, a *person* beneficially owns any securities: (i) owned by his/her child, stepchild, grandchild, parent, stepparent, grandparent, spouse, sibling, mother-in-law, father-in-law, son-in-law, daughter-in-law, brother-in-law, or sister-in-law, sharing the same residence; or (ii) that he/she has the right to acquire, within 60 days, through the exercise of any option, warrant, or right to purchase the security.
 - (b) in the case of an owner that is a partnership, <u>all</u> general partners and those limited and special partners that have the right to receive upon dissolution, or have contributed, 25% or more of the partnership's capital;
 - (c) in the case of an owner that is a trust, the trust and each trustee; and
 - (d) in the case of an owner that is a limited liability company ("LLC"), (i) those members that have the right to receive upon dissolution, or have contributed, 25% or more of the LLC's capital, and (ii) if managed by elected managers, all elected managers.

- 3. Continue up the chain of ownership listing all 25% owners at each level. Once a public reporting company (a company subject to Sections 12 or 15(d) of the Exchange Act) is reached, no further ownership information need be given.
- 4. In the DE/FE/I column below, enter "DE" if the owner is a domestic entity, "FE" if the owner is an entity incorporated or domiciled in a foreign country, or "I" if the owner is an individual.
- 5. Complete the Status column by entering the owner's status as partner, trustee, elected manager, shareholder, or member; and for shareholders or members, the class of securities owned (if more than one is issued).
- 6. Ownership codes are: C 25% but less than 50% E 75% or more
 - D 50% but less than 75% F Other (general partner, trustee, or elected manager)
- 7. (a) In the *Control Person* column, enter "Yes" if the *person* has *control* as defined in the Glossary of Terms to Form ADV, and enter "No" if the *person* does not have *control*. Note that under this definition, most executive officers and all 25% owners, general partners, elected managers, and trustees are *control persons*.
 - (b) In the PR column, enter "PR" if the owner is a public reporting company under Sections 12 or 15(d) of the Exchange Act.
 - (c) Complete each column.

No Information Filed

Schedule D - Miscellaneous

You may use the space below to explain a response to an Item or to provide any other information.

ITEM 5F -- IN ACCORDANCE WITH INSTRUCTION 5 TO PART 1A OF FORM ADV, THE AMOUNT OF REGULATORY ASSETS UNDER MANAGEMENT REPORTED IN RESPONSE TO ITEM 5F INCLUDES ALL ASSETS OF THE PRIVATE FUNDS ADVISED BY SAPPHIRE VENTURES, LLC (THE "ADVISER"), REGARDLESS OF THE NATURE OF SUCH ASSETS, INCLUDING ANY UNCALLED COMMITMENTS. ITEM 7A-- EACH RELATED PERSON IDENTIFIED IN SECTION 7A OF SCHEDULE D HAS BEEN FORMED AS A SPECIAL PURPOSE VEHICLE ("SPV") TO ACT AS A GENERAL PARTNER TO A PRIVATE FUND MANAGED BY THE ADVISER. ALL OF THE INVESTMENT ADVISORY ACTIVITIES OF THE SPVS WILL BE SUBJECT TO THE ADVISERS ACT, THE RULES ADOPTED THEREUNDER, AND TO EXAMINATION BY THE SEC. ALL EMPLOYEES OR PERSONS ACTING ON BEHALF OF THE SPVS WILL BE SUBJECT TO THE ADVISER'S CODE OF ETHICS AND COMPLIANCE POLICIES AND PROCEDURES AND THEREFORE ARE DEEMED "PERSONS ASSOCIATED WITH" THE ADVISER (AS DEFINED IN SECTION 202(A)(17) OF THE ADVISERS ACT). SEE ABA SUBCOMMITTEE ON PRIVATE INVESTMENT ENTITIES, SEC NO-ACTION LETTER (DEC. 8, 2005); ABA BUSINESS LAWSECTION, SEC NO-ACTION LETTER (JAN. 18, 2012). SECTION 7.B.(1) OF SCHEDULE D--AS OF DECEMBER 31, 2022, SAPPHIRE VENTURES FUND VII, L.P.HAS NOT COMMENCED ANY CAPITAL OR INVESTMENT ACTIVITIES, INCLUDING ITS INITIAL CAPITAL CALL. FOR THE PURPOSES OF CLARITY, SAPPHIREVENTURES FUND VII, L.P. DID NOT HOLD ANY CASH OR ASSETS AND DID NOT OBTAIN AN AUDIT OF ITS FINANCIAL STATEMENTS FOR THE PERIOD-ENDED DECEMBER 31, 2022. UPON THE COMMENCEMENT OF ANY CAPITAL ACTIVITY, SAPPHIRE VENTURES FUND VII, L.P. WILL OBTAIN ITS INAUGURAL (AND ANNUAL, EVERY YEAR THEREAFTER) FINANCIAL STATEMENT AUDIT AND DISTRIBUTE SUCH RESULTS TO INVESTORS IN ACCORDANCE WITH RULE 206(4)-2 UNDER THEADVISERS ACT.

Schedule R

No Information Filed

DRP Pages

CRIMINAL DISCLOSURE REPORTING PAGE (ADV)

No Information Filed

REGULATORY ACTION DISCLOSURE REPORTING PAGE (ADV)

No Information Filed

CIVIL JUDICIAL ACTION DISCLOSURE REPORTING PAGE (ADV)

No Information Filed

Part 2

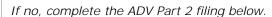
Exemption from brochure delivery requirements for SEC-registered advisers

SEC rules exempt SEC-registered advisers from delivering a firm brochure to some kinds of clients. If these exemptions excuse you from delivering a brochure to *all* of your advisory clients, you do not have to prepare a brochure.

Yes No

Are you exempt from delivering a brochure to all of your clients under these rules?





Part 3

CRS Type(s) Affiliate Info Retire

There are no CRS filings to display.

Execution Pages

DOMESTIC INVESTMENT ADVISER EXECUTION PAGE

You must complete the following Execution Page to Form ADV. This execution page must be signed and attached to your initial submission of Form ADV to the SEC and all amendments.

Appointment of Agent for Service of Process

By signing this Form ADV Execution Page, you, the undersigned adviser, irrevocably appoint the Secretary of State or other legally designated officer, of the state in which you maintain your *principal office and place of business* and any other state in which you are submitting a *notice filing*, as your agents to receive service, and agree that such *persons* may accept service on your behalf, of any notice, subpoena, summons, *order* instituting *proceedings*, demand for arbitration, or other process or papers, and you further agree that such service may be made by registered or certified mail, in any federal or state action, administrative *proceeding* or arbitration brought against you in any place subject to the jurisdiction of the United States, if the action, *proceeding*, or arbitration (a) arises out of any activity in connection with your investment advisory business that is subject to the jurisdiction of the United States, and (b) is *founded*, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these acts, or (ii) the laws of the state in which you maintain your *principal office and place of business* or of any state in which you are submitting a *notice filing*.

Signature

I, the undersigned, sign this Form ADV on behalf of, and with the authority of, the investment adviser. The investment adviser and I both certify, under penalty of perjury under the laws of the United States of America, that the information and statements made in this ADV, including exhibits and any other information submitted, are true and correct, and that I am signing this Form ADV Execution Page as a free and voluntary act.

I certify that the adviser's books and records will be preserved and available for inspection as required by law. Finally, I authorize any *person* having *custody* or possession of these books and records to make them available to federal and state regulatory representatives.

Signature: Date: MM/DD/YYYY ROBERT SEVERO 03/30/2023

Printed Name: Title:

ROBERT SEVERO CHIEF COMPLIANCE OFFICER; DIRECTOR, RISK & ANALYTICS

Adviser *CRD* Number:

161558

NON-RESIDENT INVESTMENT ADVISER EXECUTION PAGE

You must complete the following Execution Page to Form ADV. This execution page must be signed and attached to your initial submission of Form ADV to the SEC and all amendments.

1. Appointment of Agent for Service of Process

By signing this Form ADV Execution Page, you, the undersigned adviser, irrevocably appoint each of the Secretary of the SEC, and the Secretary of State or other legally designated officer, of any other state in which you are submitting a *notice filing*, as your agents to receive service, and agree that such persons may accept service on your behalf, of any notice, subpoena, summons, *order* instituting *proceedings*, demand for arbitration, or other process or papers, and you further agree that such service may be made by registered or certified mail, in any federal or state action, administrative *proceeding* or arbitration brought against you in any place subject to the jurisdiction of the United States, if the action, *proceeding* or arbitration (a) arises out of any activity in connection with your investment advisory business that is subject to the jurisdiction of the United States, and (b) is *founded*, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these acts, or (ii) the laws of any state in which you are submitting a *notice filing*.

2. Appointment and Consent: Effect on Partnerships

If you are organized as a partnership, this irrevocable power of attorney and consent to service of process will continue in effect if any partner withdraws from or is admitted to the partnership, provided that the admission or withdrawal does not create a new partnership. If the partnership dissolves, this irrevocable power of attorney and consent shall be in effect for any action brought against you or any of your former partners.

3. Non-Resident Investment Adviser Undertaking Regarding Books and Records

By signing this Form ADV, you also agree to provide, at your own expense, to the U.S. Securities and Exchange Commission at its principal office in Washington D.C., at any Regional or District Office of the Commission, or at any one of its offices in the United States, as specified by the Commission, correct, current, and complete copies of any or all records that you are required to maintain under Rule 204-2 under the Investment Advisers Act of 1940. This undertaking shall be binding upon you, your heirs, successors and assigns, and any *person* subject to your written irrevocable consents or powers of attorney or any of your general partners and *managing agents*.

Signature

I, the undersigned, sign this Form ADV on behalf of, and with the authority of, the *non-resident* investment adviser. The investment adviser and I both certify, under penalty of perjury under the laws of the United States of America, that the information and statements made in this ADV, including exhibits and any other information submitted, are true and correct, and that I am signing this Form ADV Execution Page as a free and voluntary act.

I certify that the adviser's books and records will be preserved and available for inspection as required by law. Finally, I authorize any *person* having *custody* or possession of these books and records to make them available to federal and state regulatory representatives.

Signature: Date: MM/DD/YYYY

Printed Name: Title:

Adviser CRD Number:

161558